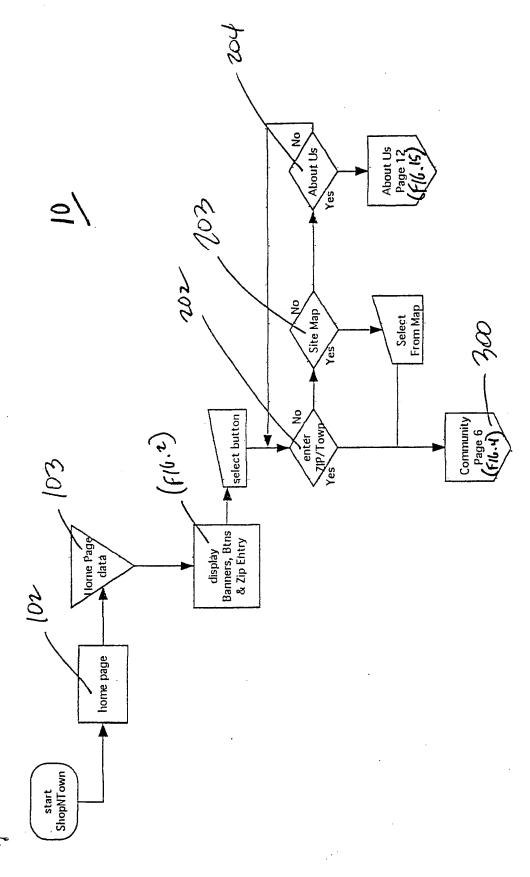
This is proprietary information and belongs to ShopNTown.com, Inc. © 1999 Hobert G. Deetts Jr. & Walter A. Rinebold Patent Pending

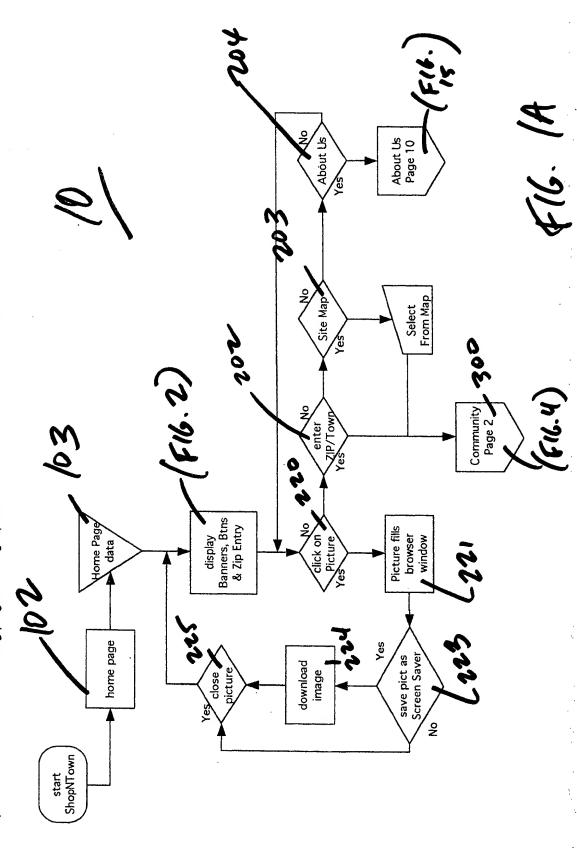
my put their Website in specific Categories in specific Communities. The Customer uses our automated entry system anytime they want to expand their businesses marketing program. Target placement of Websites will be the success of Internet commerce. ShopNTown.com Home Page. Shoppers may go to any community in the U.S. by entering a Zip Code, Town and State name, or by selecting a location via a Site Map. Community shopping is the key to ShopNTown.com's success. Customers (merchants)



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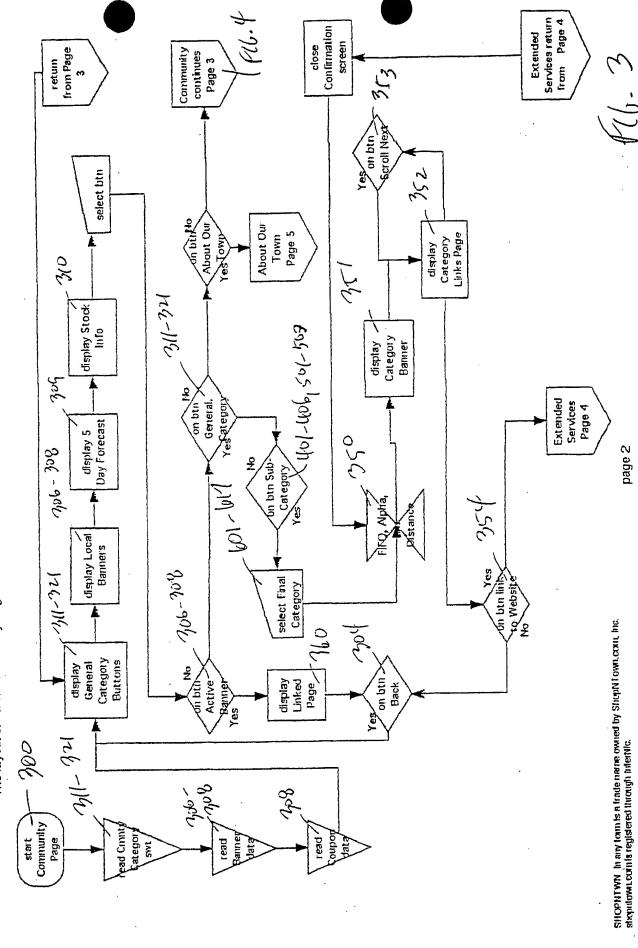
ShopNTown.com Home Page. Shoppers may go to any community in the U.S. by entering a Zip Code, Town and State name, or by selecting a location via a Site Map. Community shopping is the key to ShopNTown.com's success. Merchant may put their Website in specific Categories in specific Communities. The Merchant uses our automated entry system anytime they want to expand their businesses marketing program. Target placement of Websites will be the success of Internet commerce.



I W N.Com. Inc NATIONAL BANNER I.S. SITE MAP

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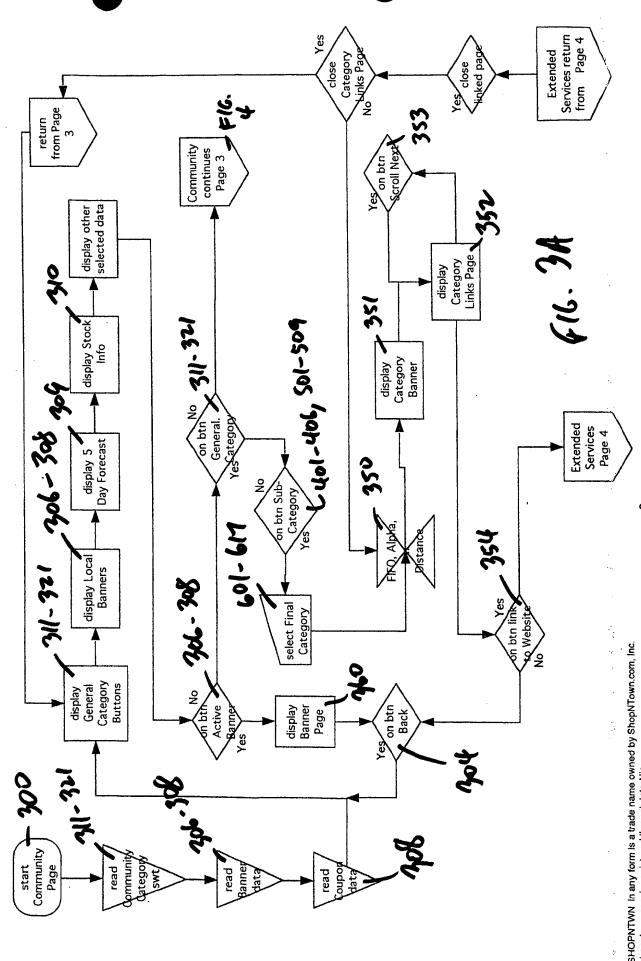
This is the 2nd SMT page and is built from the Zlp, Town, or Site Map entry. Each Zip Code will have its own Community Page. The layout of each Community Page is the same but the links, and data will be different between communitye.



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This is the 2nd SNT page and is built from the data entered in this geographic community. Each geographic selection will have its own Community Page is the same but the links, and data will be different between communities.

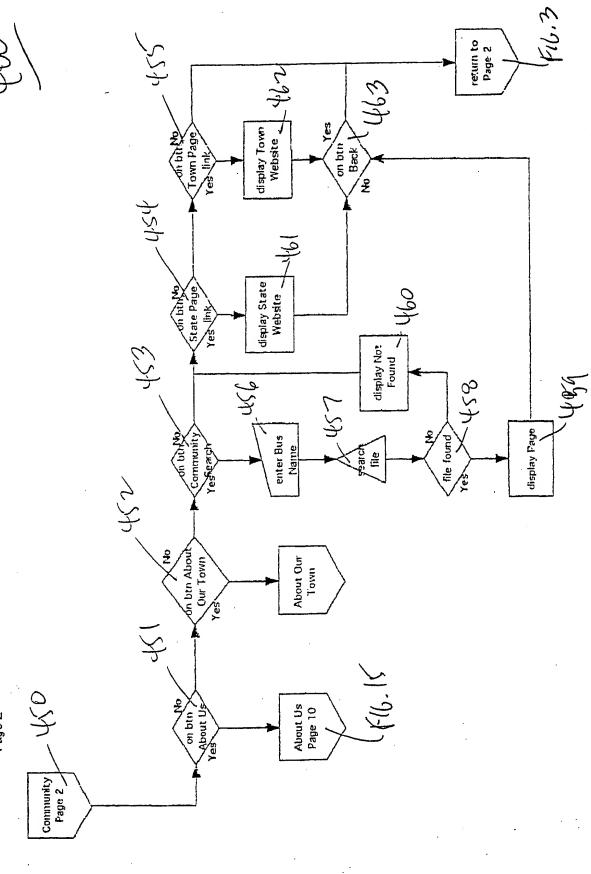


page 2

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Continuation from Community Page Page 2

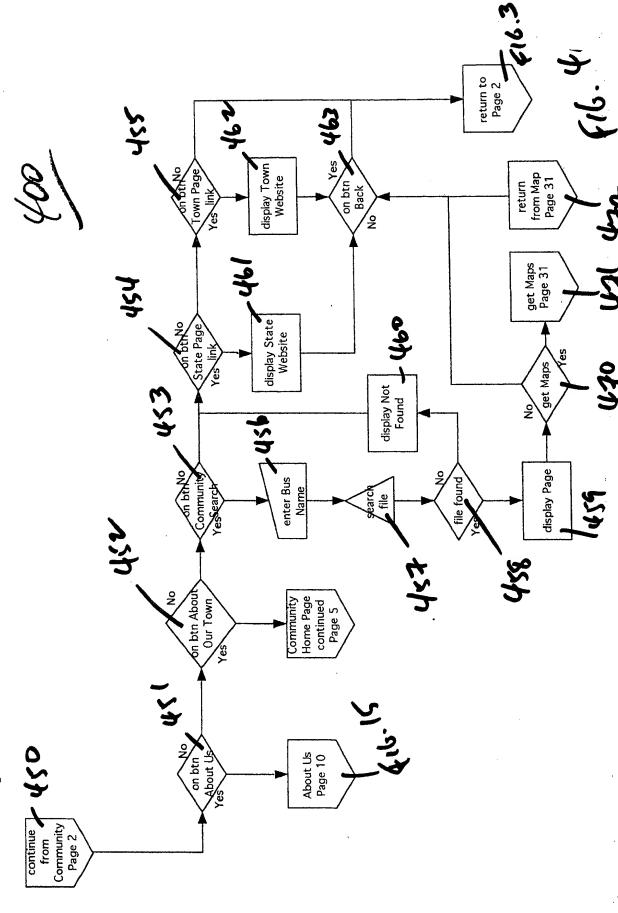


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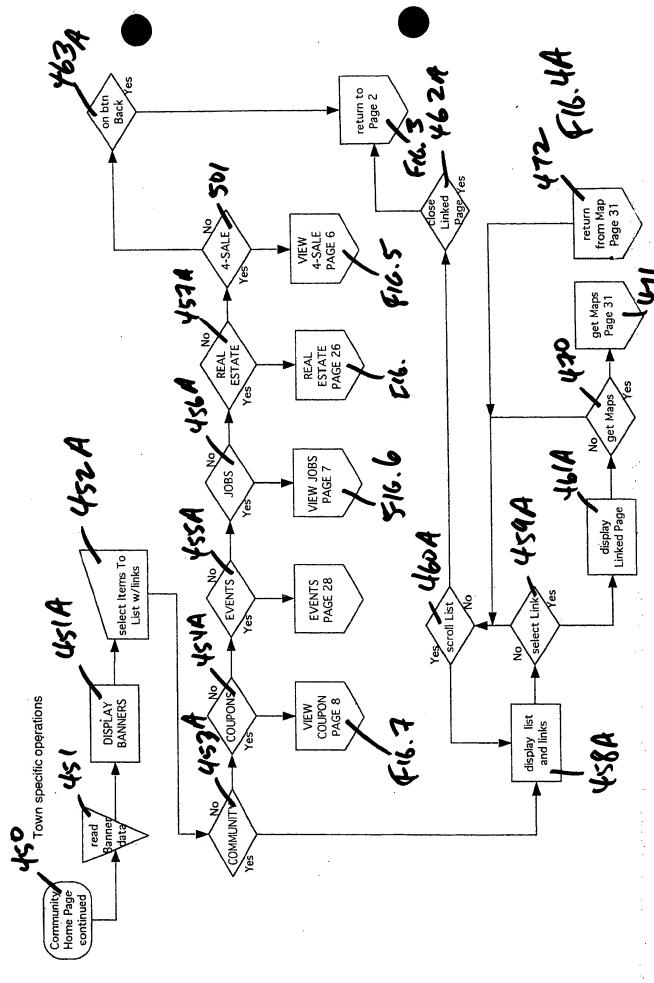
page 3

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Continuation from Community Page Page 2



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page 5

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Shoppers can use View 4 Sale will out a password

Items listed in 4 Sale are listed in grouping by category. Items will be anchored by category and moved by scroll bar. Items may be viewed by anyone free. Posting items to the list is also free in one community but requires a password via e-mall. The posting runs for a set number of days determined by SNT and is automatically deleted.

Community Page 2 end View 4 close View Back on btn acroil Next 695 ٥٥ select Category display Item Groupings View 4 Sale display Banners Group

66.5

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Shoppers can use View 4 Sale without a password

Home Page Community continued 808 Page 5 Items listed in 4 Sale are listed in category groups. Items may be anchored by category and moved by scroll bar. Items may be viewed by anyone free. Posting a Best Offer is free but requires the shopper to be registered. The posting runs for a set number of days determined by SNT and is automatically deleted. Š end View 4-Sale display Offer confirmation e-mail Offer to Seller 29 260 close View es Registered 2nd try on btn Back About Us Page 10 egistered Shopper Yes Oproxin Inothe get 4 Sale 's Offer croll Nex on btn display error 200 204 select Category Group check valid display Banners 605 enter Password Groupings & display Iter & Best Offer Best Offer Best Offe View 4 Sale

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page 6

Job Openings are listed by Job Description and viewed by Shoppers without password.

2609 end View Job on pair. Back 加加 pplication out ž on thin Career Profile select Check Boxes for Employers 2606 on bith Yes of bit Yes Check . scroll dispłay Job Posting by groupings _I View Job Postings e Job data select Job Title

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Community Page 2

Application

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Page 13

Page 13

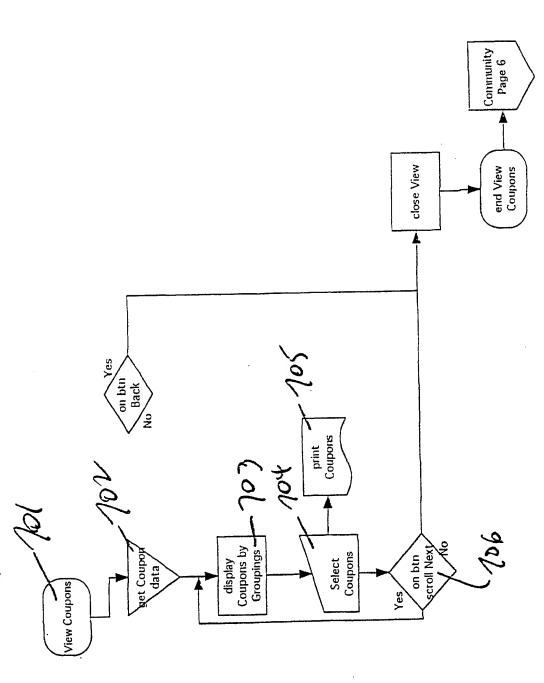
Care*er* Profile

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Home Page continued end View Job Job Openings are listed by Job Description in selected communities and viewed by Shoppers without password. To apply for a job and pasting a resumes requires the shopper to be registered with ShopNTown.com. Community Page 5 on btn Application on btn ⊡ Page 13 pplication ort Jop select Check Boxes for Employers C66 6A Yes Check scroll Next 5602 5601 5605 display Job Posting by groupings get Job data View Job Postings select Job Title

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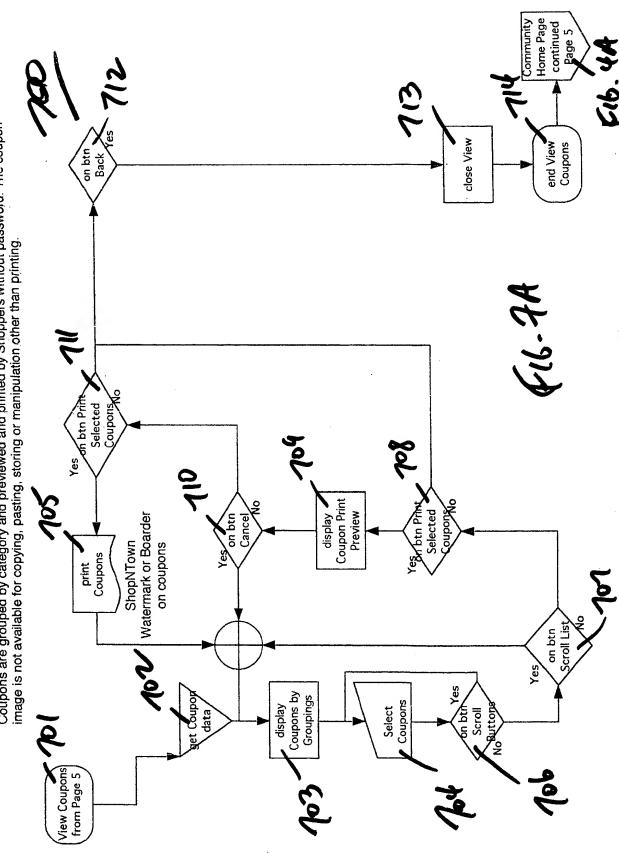
Coupons are viewed by Shoppers without password.

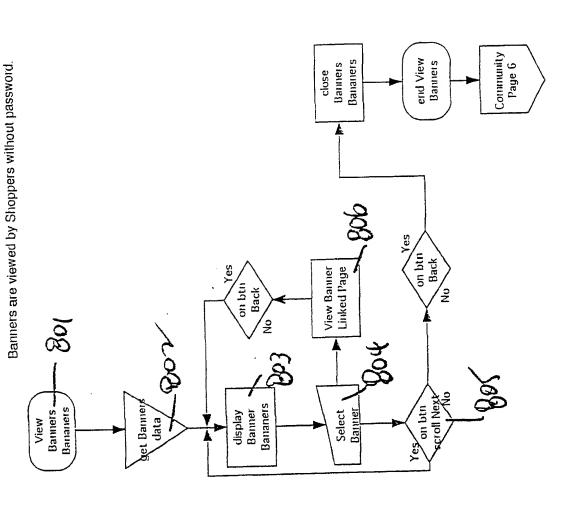


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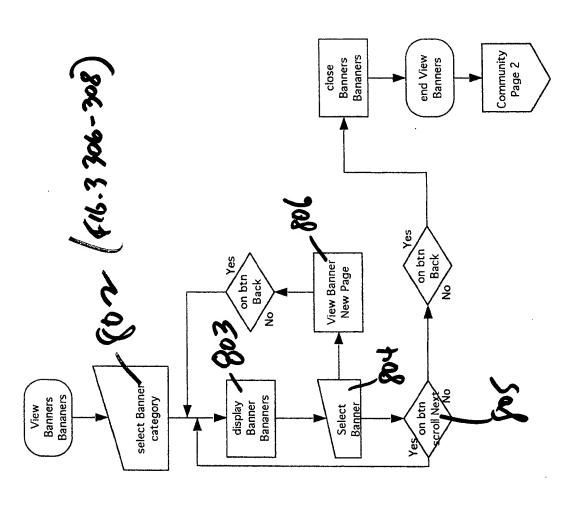
Coupons are grouped by category and previewed and printed by Shoppers without password. The coupon image is not available for copying, pasting, storing or manipulation other than printing.





page 19

Banners are viewed by Shoppers without password.



Elle. 8A

Shoppers can Post 4 Sale items free with there password. They can only post items in their community. E-mail address will be used to identify one community. on btn 909 CC Payment 206 Shopper Jassword pg 14 select Sales Category Shopper Rassword sale Post 4 Sale

Community Page 6

end 4 Sale

Yes

on btn Accept

display Cost

select Towns

Yes

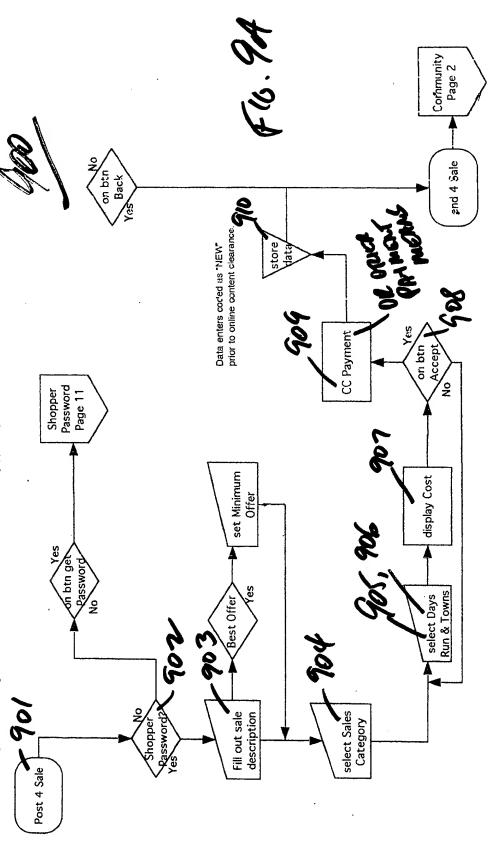
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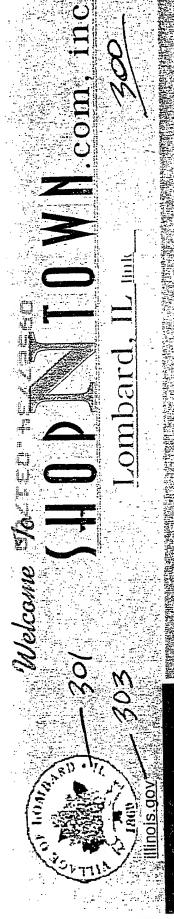
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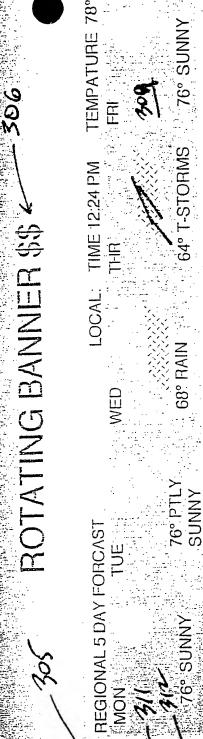
Yes

on btn Accept CONFIDENTIAL: This is proprietary information and belongs to ShopNTown.com, Inc. © 1999 Robert G. Deeds Jr. & Walter A. Rinebold Patent Pending

Registered shoppers can Post 4 Sale with there password. They can set minimum Best Offer. Days of running and number of additional community postings determine fee.







NEIGHBORHOOD /

BACK

BEAUTY & FASHION

ROTATING BANNER \$\$*

Jan. 15, 1999 Market Closed DJIA 93437 9332-Market Closed 47 Nasday Volume 1,000,329,528 **- 318** Masdaq Composite 2,348.20 Jan. 15, 1999 Market Closed

HOME & GARDEN

PROFESSIONAL

REAL ESTATE

HEALTH & MEDICAL

ENTERTAINMENT

FOOD & DRINK

EMPLOYMENT

EDUCATION

Market Closed 219.62A

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<u> - 6688</u> 9131-

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ABOUT US

ROTATING BANNER \$\$ 4

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Illinois.gov

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5-day forecast for Chicago/O'Hare Intl Arpt, IL and vicinity

last updated Wednesday, September 8th at 5:07 am CDT

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JOBS

4_SALE

COUPONS

Real Estate

Scattered SUN

T-Storms

Sunny

Partly Cloudy

Scattered Showers

F-Storms

ABOUT OUR TOWN

BACK

BEAUTY & FASHION

COMPUTERS

EDUCATION

SAT

lo 58° hi 78°

lo 48° hi 71°

lo 49° hi 69°

o 54° hi 72°

lo -° hi 82°

Click for Weather.com

Watch

Market

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Community Search

Enter Name Bus./Org

HEALTH & MEDICAL

HOME & GARDEN

PROFESSIONAL

REAL ESTATE

VEHICLES

ENTERTAINMENT

FOOD & DRINK

EMPLOYMENT

+108.87 2843,11 MASDAC

+235,24 -11078,45

N N

+38.13 4 1357,24 S&P 500

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9 SECTION

COUPONS

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SALE

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Real Estate

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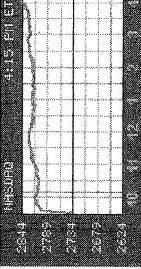
Scattered T-Storms



PROFESSIONAL

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DIA	11878.45	4	+235,24
CROKO	1357,24	46	+38, 13

5-day forecast for Chicago/O'Hare Intl Arpt, IL and vicinity last updated Wednesday, September 8th at 5:07 am CDT

WED

BACK

BEAUTY & FASHION COMPUTERS AUTO

CONSTRUCTION ENTERTAINMENT EDUCATION

Cloudy Partly

Scattered Showers

F-Storms

HEALTH & REDICA FOOD & DRINK

lo 49° hi 69°

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SEAUTY & FASHION

COMPLITERS

EDUCATION

4BOUT OUR TOW

Click for Weather.com

625

Bus./Org Community Search Enter Name

ENTERTAINMEN

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HEALTH & MEDICA

FOOD & DRINK

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ABOUT US

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BACK

APPLIANCES
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DEPT. STORES
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FURNITURE
HOME IMPROVE
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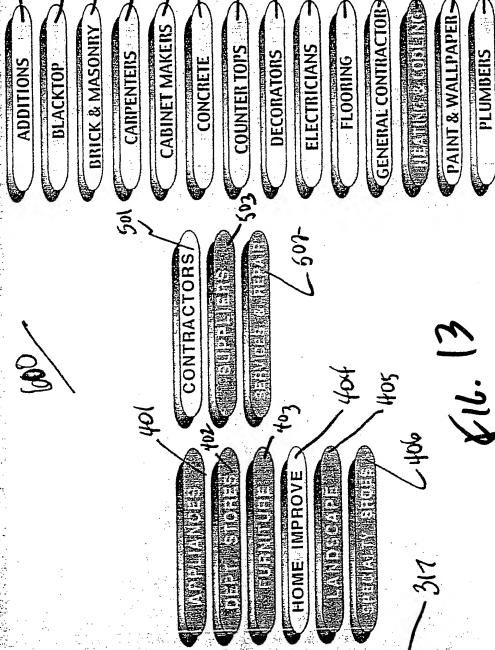
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HOME & GARDEN

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A JOHN DANNED DANGE IF R. Walter A Rinehold

1613

SIDING & WINDOWS

GLASS & MIRRORS

Listed to Lombard, IL: Search for: electricians

Business Name

BACK 106

ECTRICIANS 705

inois.gov

This area will be filled with information entered by the merchant when they first listed their business with ShopNTown.com. We allow them a set miniber of words. My Electrician

Dean Rogers Your Electrician

 $oldsymbol{p}$ This area will be filled with information entered by the merchant when they first-listed their business with ShopM fown.com. We allow them a set nimber of words for 26 years.

All-Type Electricians Ltd

ALPHABETICAL

DISTANCE

ORIGINAL

Specializing in esidential, repairs and additions. Serving the community to 25 years

rhis area will be tilled with information entered by the merchant when they first listed their Expert Electrician ~

business with ShopNTown.com. We allow them a set nimber of words

Electrician's Riggs & Sons

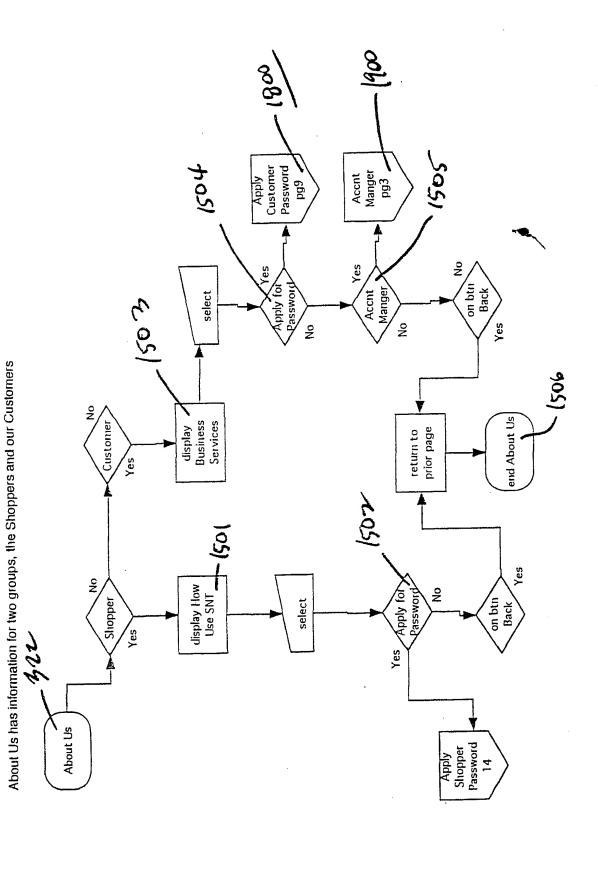
This area will be filled with information catered by the merchant when they first listed their business with ShopNTown.com. We allow them a set miniber of words

Sam & Sons Electrician

This area will be filled with information entered by the merchant when they first fisted their

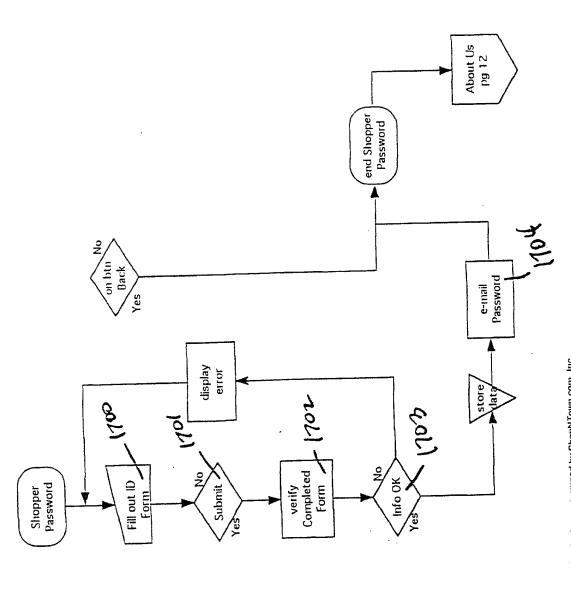
SPARKS ELECTRIC "
ROTATIING CATEGORY BANNEF

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Shoppers need a Password e-mailed to them to Post their resume and items 4 Sale. The password will be e-mailed to verify who is requesting it and must be used within 48 hrs or it will be assumed it was sent to the wrong address.



page 14

All fields must be filled, exception *

Name

Address

State, Zip

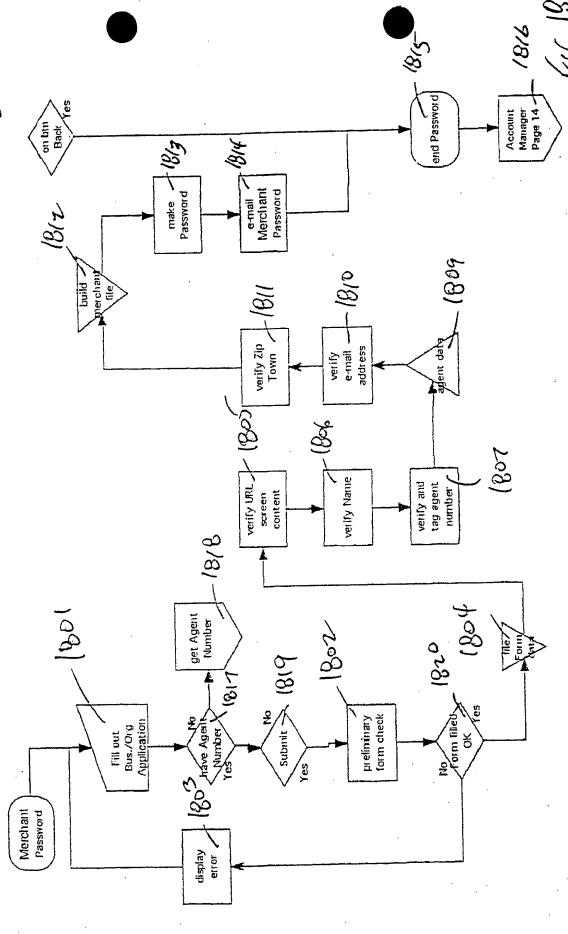
ғаx * Phone

E-mail Address

Your Password will be e-mailed to you. You must use your Password within 48 hours or the system will assume it was sent to the wrong e-mail address.

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Merchant are the businesses and organizations listed on ShopNTown to promote their business. To list their Merchant or use any of the ShopNTown services they must have a password.

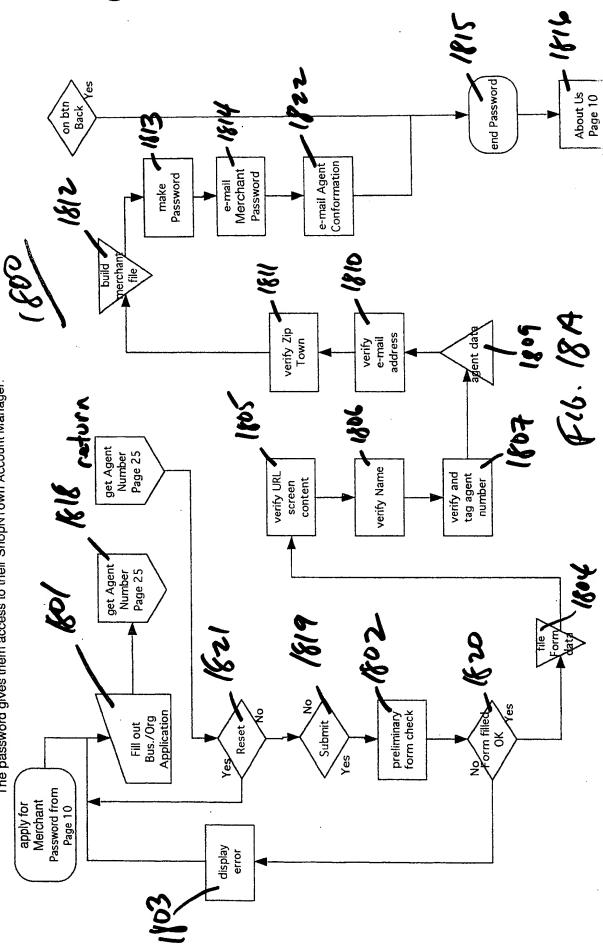


page 15

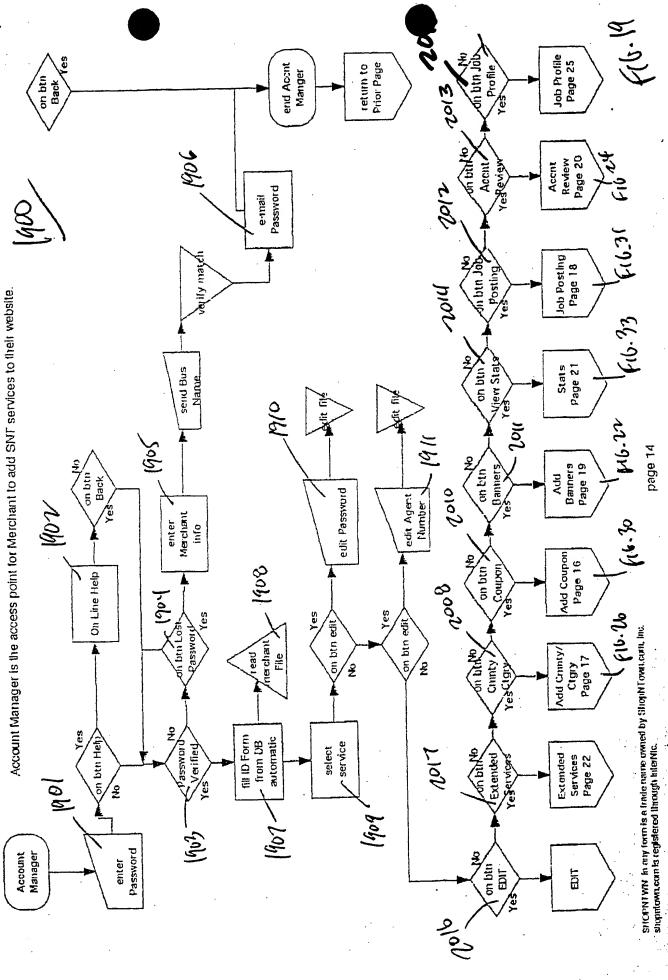
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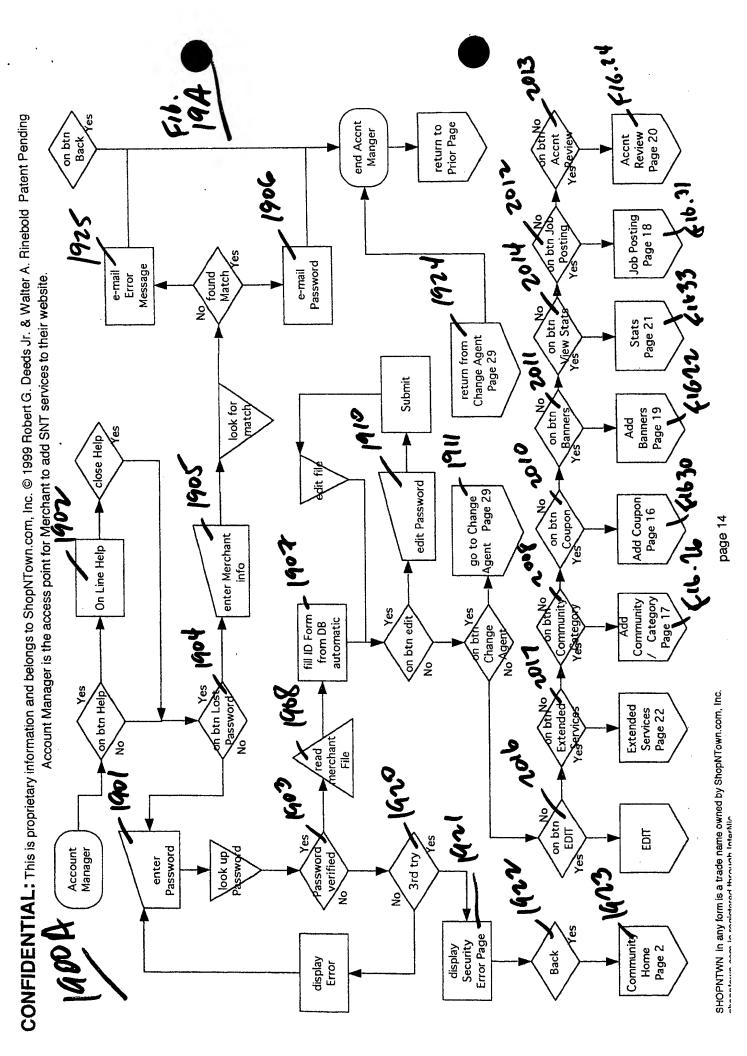
Merchants are the businesses and organizations listed on ShopNTown to promote their business. For Merchants or Organizations to use any of the ShopNTown services they must register for a password.

The password gives them access to their ShopNTown Account Manager.



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Welcome 70 Tell

.com, inc

ACCOUNT MANAGER 70

Enter Password and SUBMIT FORM or press Enter

SUBMIT

BACK LOOT

1001—Password M1234567A

John Agent Number

7002

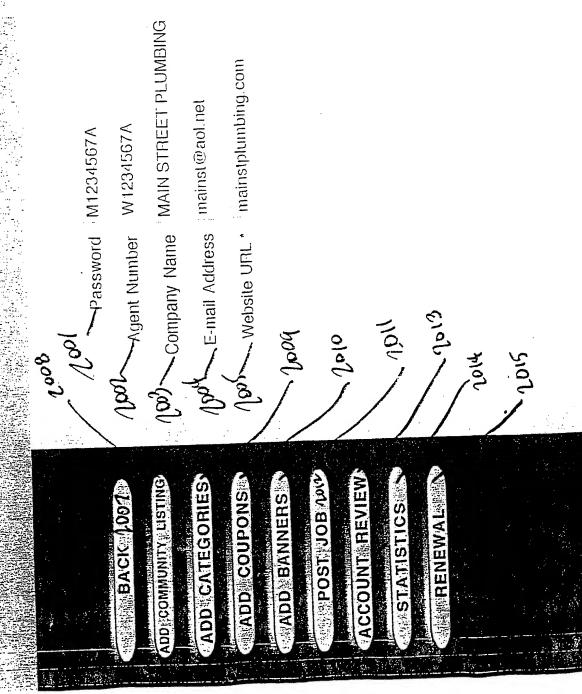
2-Company Name

2004 — E-mail Address

, Website URL

com, inc

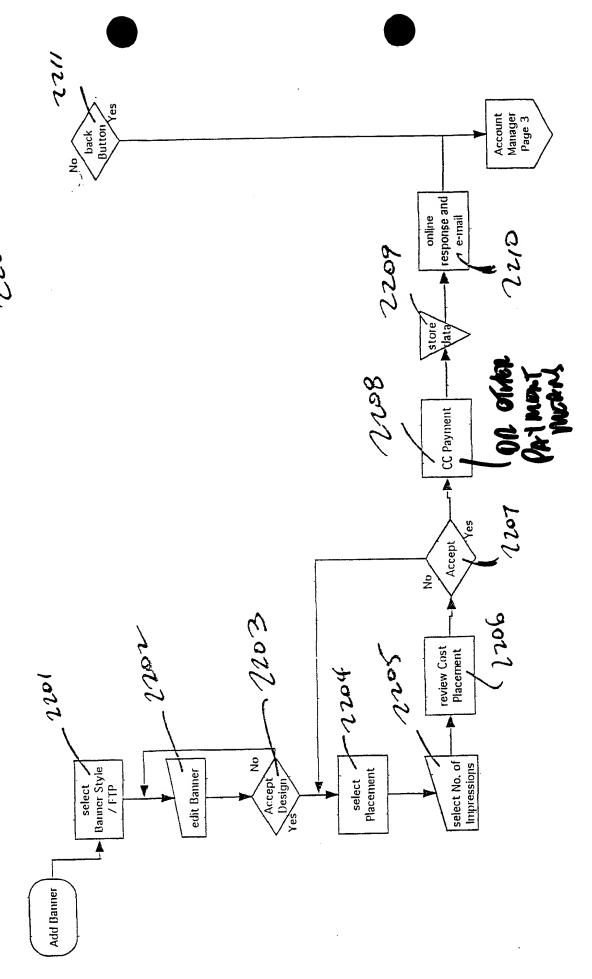
ACCOUNT MANAGER



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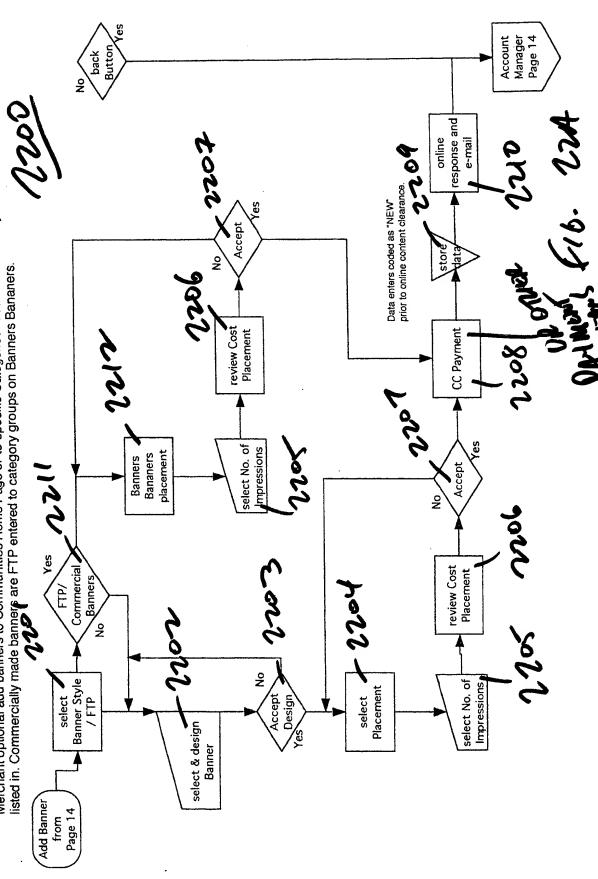
Bus./Org. optional add banners on the National Home Page, to Communities Home Page or to specific Categories in communities they are listed in.



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Merchant optional add banners to Communities Home Page or to specific Categories in communities they are



CCOUNT MANAGER

Form bsed on selection

displayed on specific Communities' Category Page. — 2303 clisplayed on selected Community Page 7321 0062 displayed on ShopNTown's Home Page. ACCEPT will take you to Category Selection. Select Banner Placement Catigory National Step1 Local \$20/K \$12/K \$5/1<

Select Bannor background and Enter banner text to be displayed SELECT

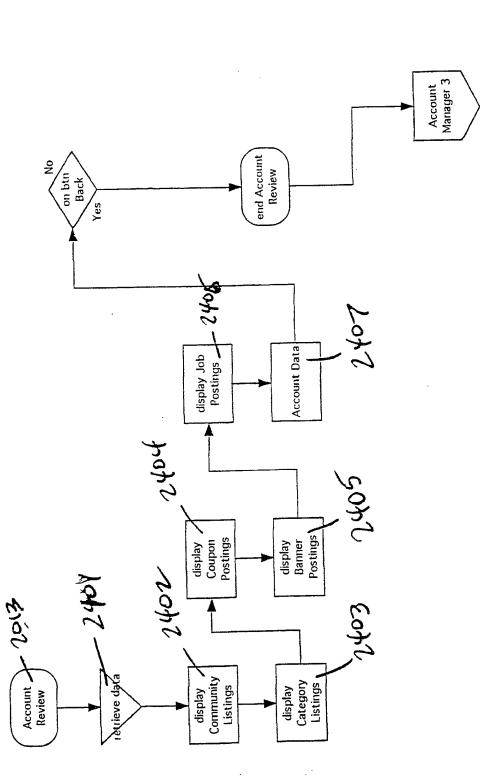
ABC INFO as entered With link URL or Web Site Address to be promoted

ACCEPT

nange of tage Robert G. Deeds Jr. & Walter A. Rinebold

Feb. 123

Account Review is part of Account Manager Systems This review is for Customers to see how they are placed in ShopNTown and the costs incurred.



UWN.com. ing

ACCOUNT MANAGER Preview Page

This is the mesage displayed for your business

Specializing in repairs and additions. Upgrade you fuse box ABC ELECTRICAL amperage in 48 hrs.

You have selected to post in these Communities

You have selected to post in these categories

7504

Appointment Calander

\$5,800.00 \$2,320.00 \$2,900.00

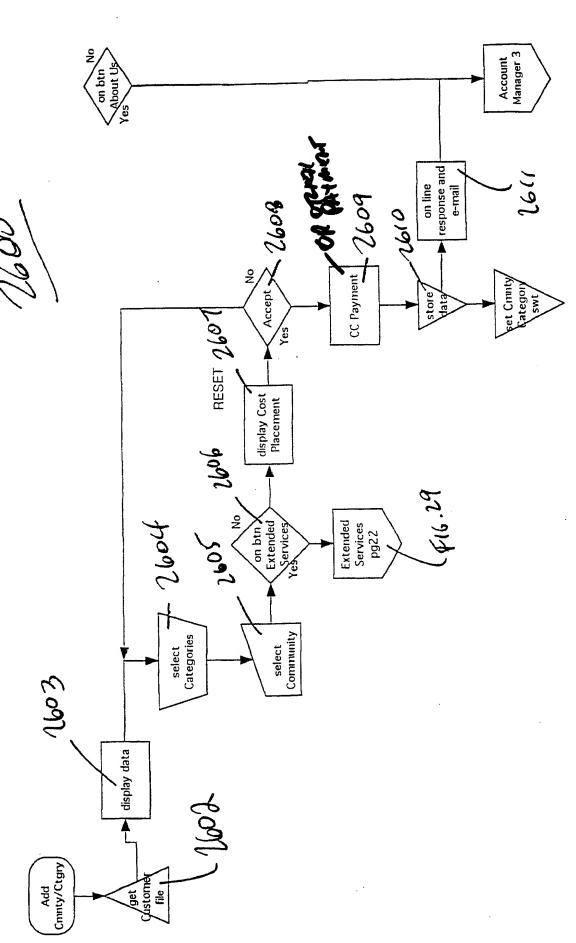
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RESET

ACCEPT WILL

\$11,020.00 Your listing will be posted when payment has cleared . 300 Flectronic check takes 3 business days. Category 1 Heating & Air Conditioning Shopping Basket Thank You, for your patronage. 7, 1506 rou will be e-mailed when your listing appears. Pet Supplies Fax Order Carpentry 11505 Category 3+ Plumbing Windows Category 2 Electrical Electronic check takes 3 business days. Menu Extrid Serv \$25.00 x Categories \$20.00 x Extended Services Cost subtotals Communities Fotal only Select method and enter account number Check No. Electronic 29 Zip Codes 47062 60152 47057 60148 60152 60126 60181 60181 60101 Transaction Date AGENT DISCVR Oakbrook Terrace Huntington MASTER AMERX Oak Brook Villa Park Andrews Elmliurst Lombard Addison Name on account Huntington Experation Date **Cnty Town** DuPage

Bus./Org. add their Web page to additional Communities and /or Categories. A password has been secured and verified prior to this operation.



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Manager Page 14 on btn About Us Account 1610 miner F16. 25A response and 8092 6092 t on line Merchant add their Web page to additional Communities and /or Categories. A password has been secured and verified prior to this operation. e-mail 0097. Accept CC Payment ommunit ategoy 4092 9092 ON display Cost Placement 1604 on btn Extended Extended Services Page 22 select Community Categories select adjust cost & \exprtn date∕ 40% background task Add Community/ Category from Page 14 display data balance to Purchase Additional Prorate date **f**erchar file

Select all that apply from the last category list then press ACCEPT WIND BACK THE STATE OF THE STAT

BEAUTY & FASHION

EDUCATION

ENTERTAINMENT A

EMPLOYMENT

MEALTH & MEDICAL

FOOD & DRINK

HOME & GARDEN

PROFESSIONAL

2703 1012 Categories 3 or more \$50, each HEATING & COOLING per year per Community

Category 2 FREE

MEAL ESTATE

VEHICLES

HOOFING

Category 1 FREE

Pet Supplies Plumbing Carpentry Windows

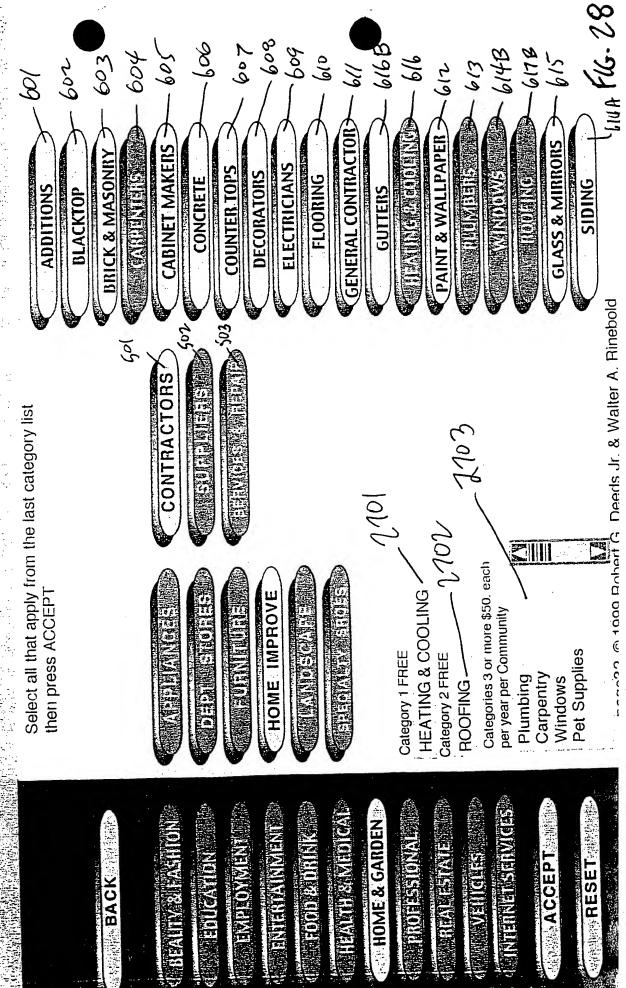
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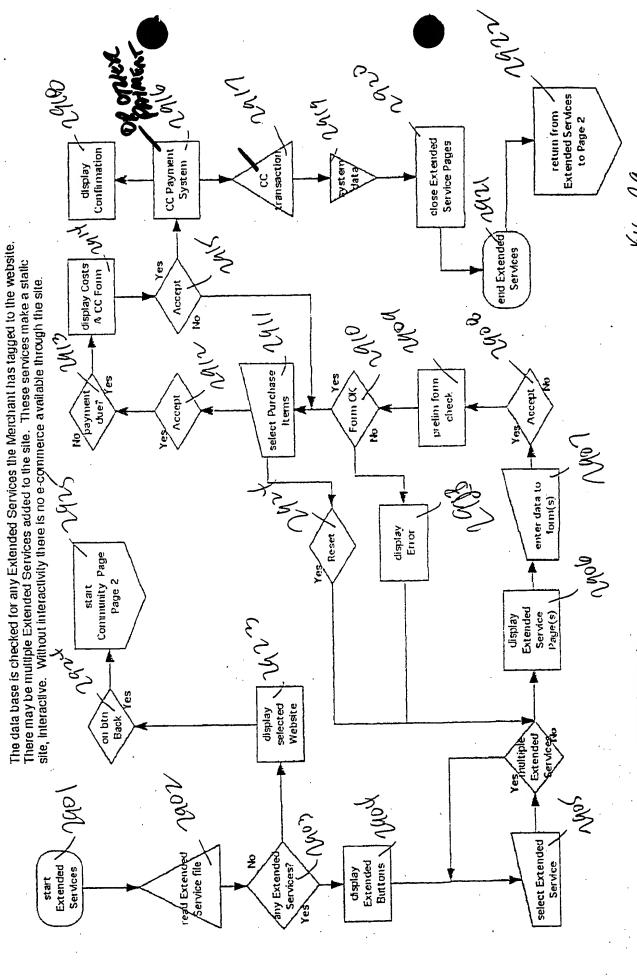
nana 1 @ 1000 Dohart C Doorle Ir & Walter A Rinehold

[] W N.com, inc Welcome To The

ACCOUNT MANAGER Select Categories



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page 4

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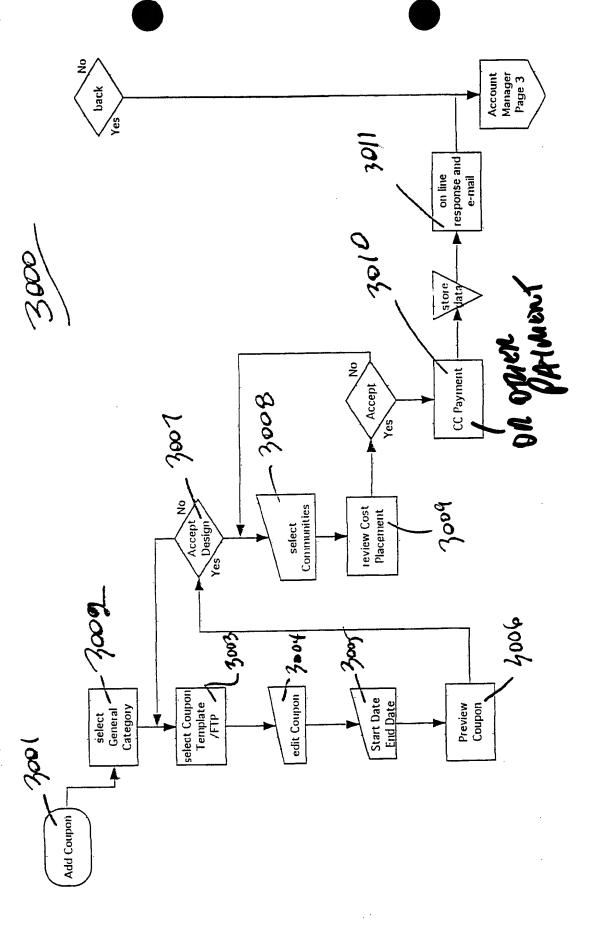
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The data base is checked for any Extended Services the Merchant has tagged to the website.

F16 294 **Extended Services** return from to Page 2 close Extended Date & Time Scheduling, Reservations, Appointments, Service Pages 727 Credit Card and Check payment services, There may be multiple Extended Services linked to the site. These services make a static site, interactive. Without interactivity there maybe no e-commerce available through the site. Shipping payment and arraignments, end Extended Services 201 Extended Services includes: 128 Shopping Cart, Catalog, This is not a complete list. Information Forms χes News Letters, form check preliminary Form OK Accept 322 enter data to form(s) Refer to individual Extended Services Yes on Btn display Error Community Page Page 2 urz start display Extended Service Page(s) on btn Back selected Website display Extended resmultiple 2062 select Extended re*a*'d Extended any Extended start Extended Services Service file Extended Services? Buttons display Service

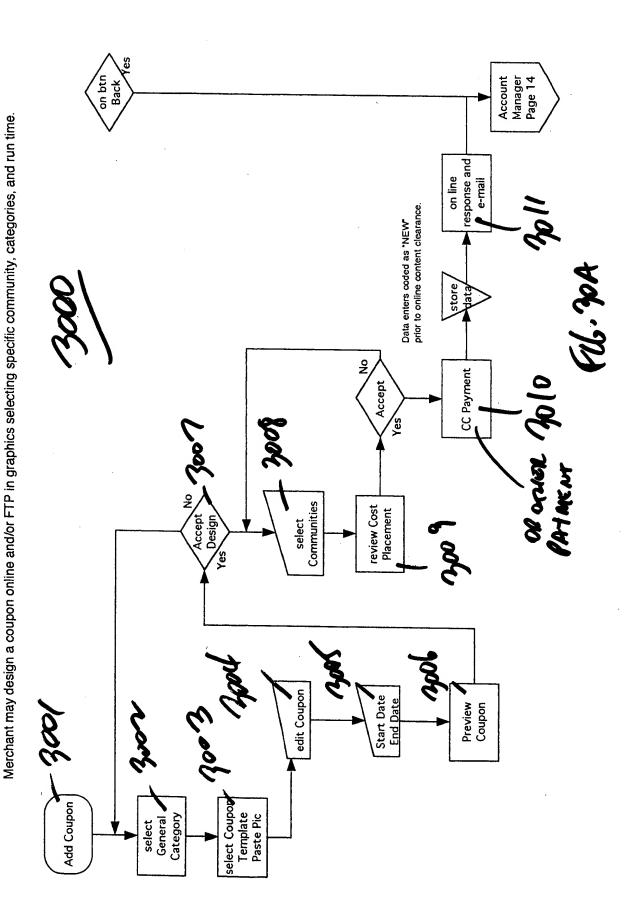
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Customer may design a coupon online and/or FTP in graphics selecting specific community, categories, and run time.



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Merchant (Employers) with a SNT account can post job openings in communities they are listed at no charge. Unlisted businesses can post job listings for a fee based on number of towns, listing will be posted in

end Job Posting Account on btn Back Cmnty (View Post Job to (sqof ore dat 2110 CC Payment on btin Accept Reset 8016 Preview Cost 10/0 Yes Polle Info OK display Error verify Completed 9103 30% on btn Send Listing Form fill out Job select Crinity Communities Job Posting display List

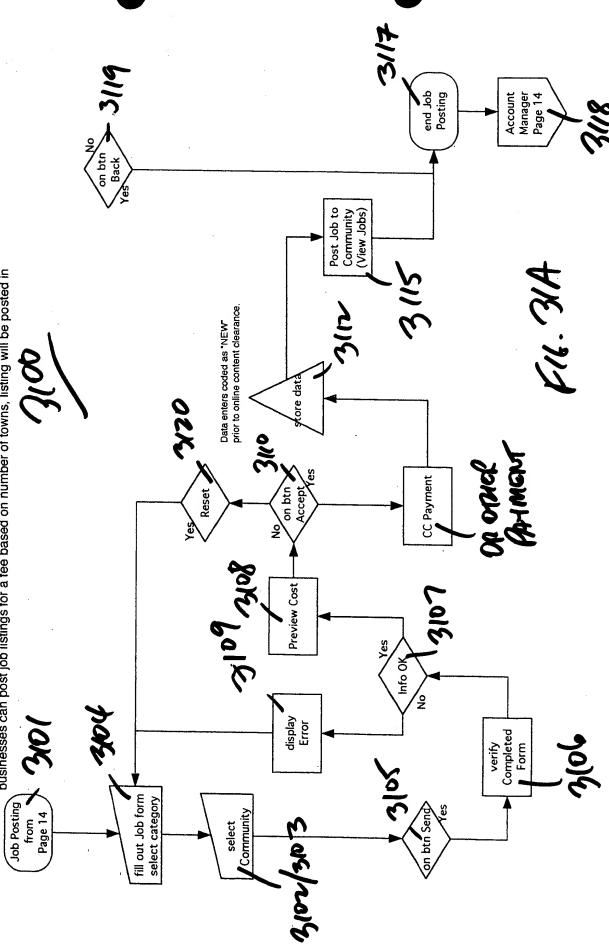
Manager Page 14

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Form

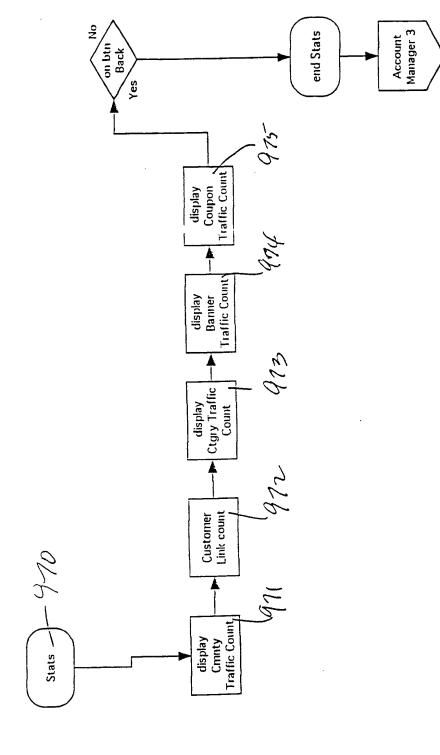
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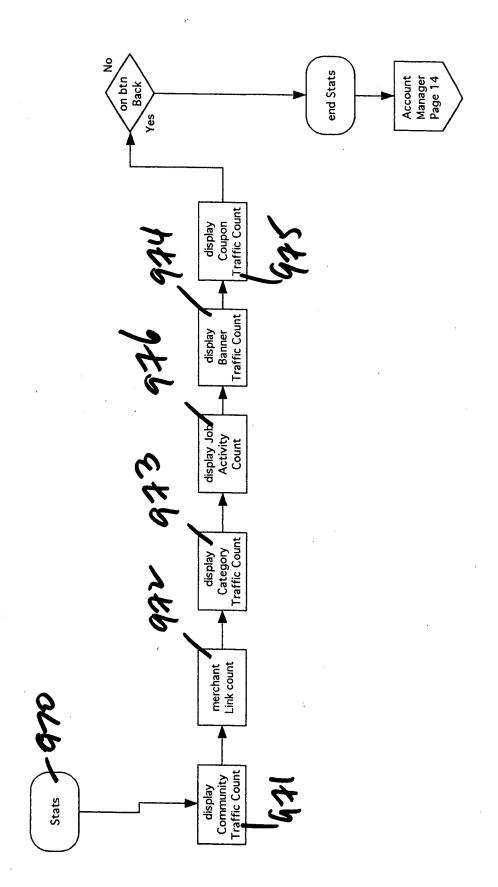
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Stats is part of Account Manager Systems This is for SNT customers to review activities of the services we provide.



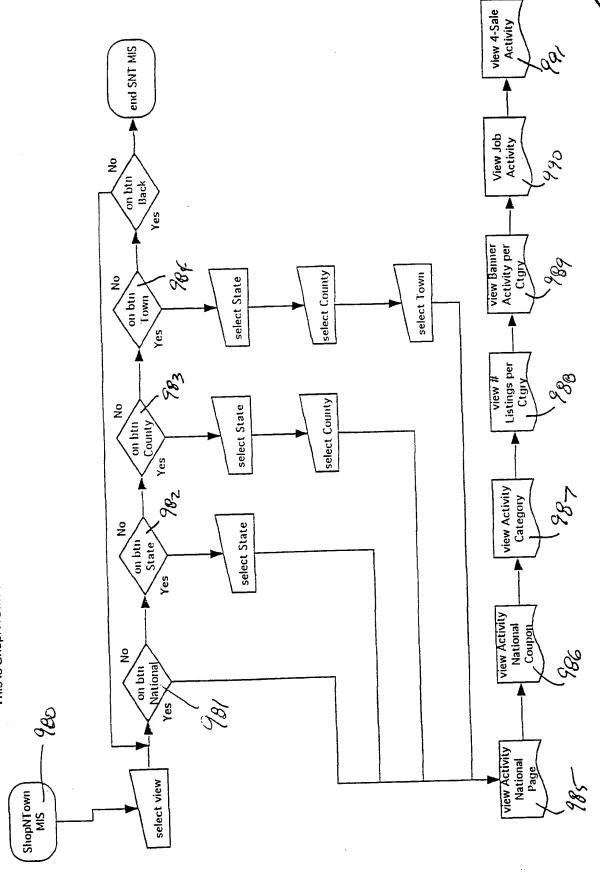
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Stats is part of Account Manager Systems This is for SNT Merchants to review activities of the services we provide.



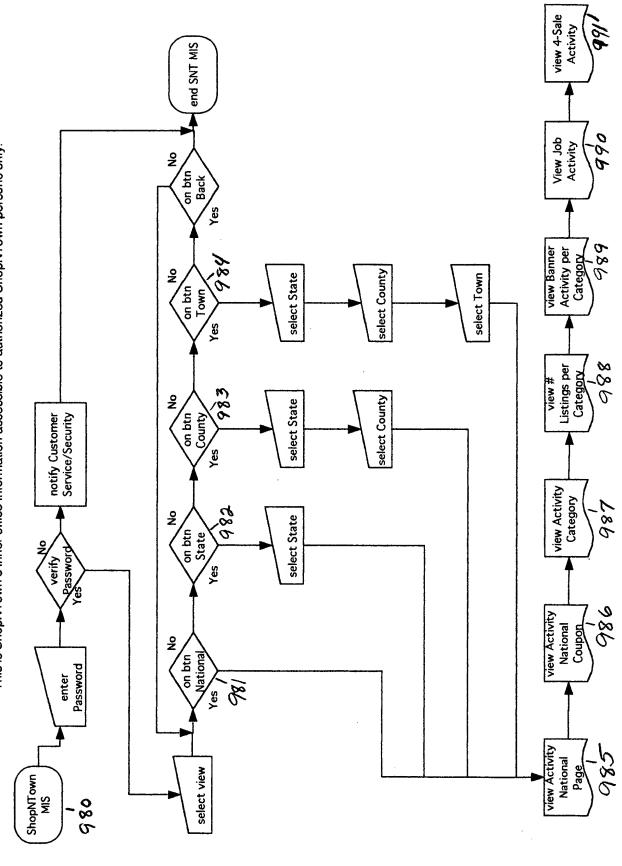
Feb. 32A

ShopNTown Marketing Analysis This is ShopNTown's Inner office information accessible to authorized ShopNTown persons only.



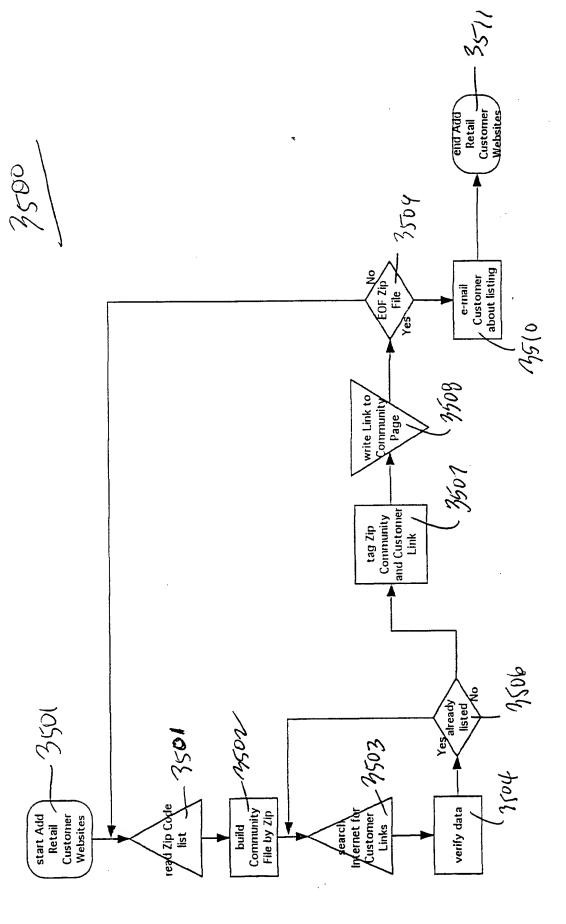
page 11

ShopNTown Marketing Analysis This is ShopNTown's inner office information accessible to authorized ShopNTown persons only.



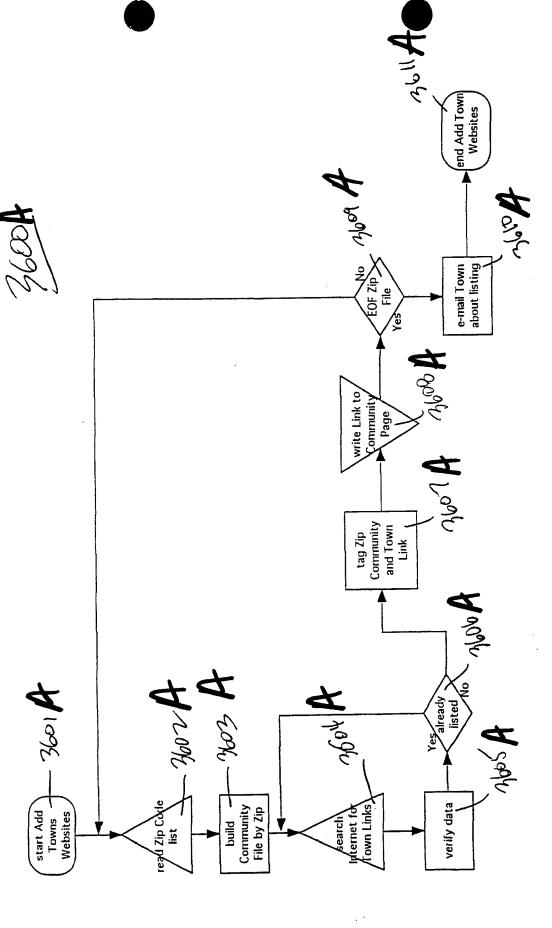
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If needed Customer URL's will be search, verified, and automatically listed. Depending on response we may do this periodically or we may not need it at all.



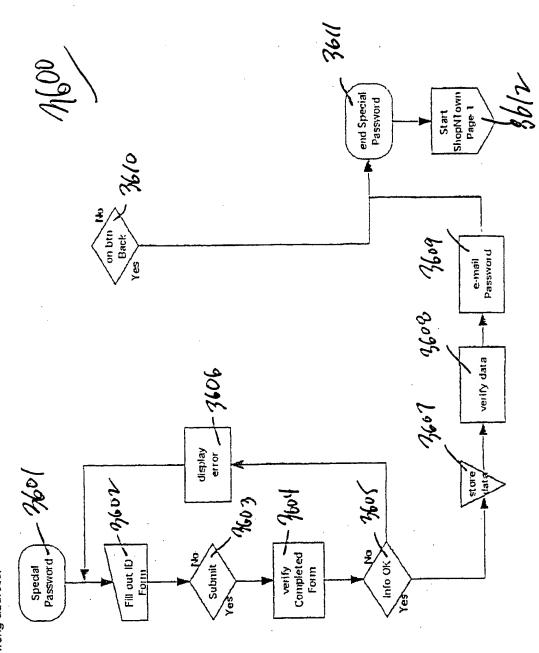
46.34

Builds a data base of Town Websites. This process will have to be repeated periodically for the unassigned Zip Codes.



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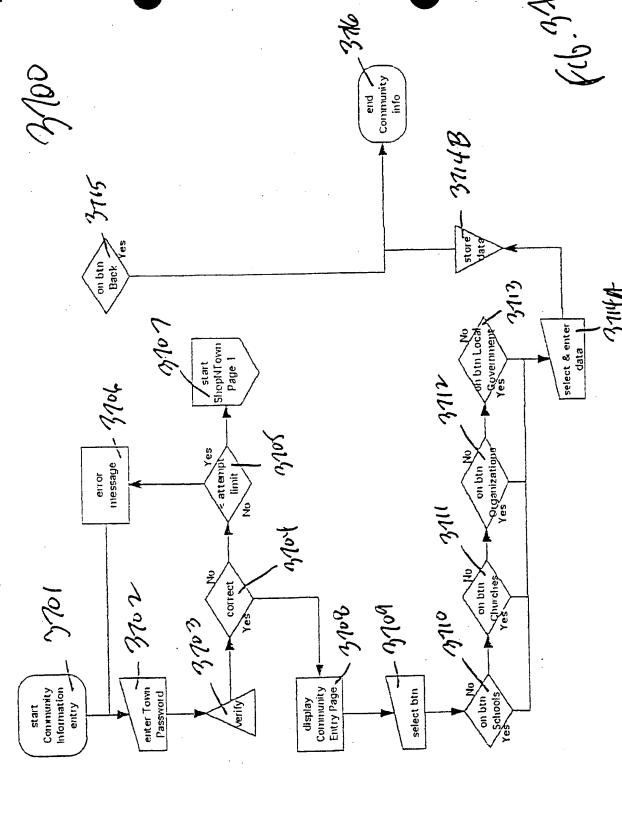
will be e-mailed to verify who is requesting it and must be used within 48 hrs or it will be assumed it was sent to the Special Password groups include municipalities for town listing. About Our Town category includes a Community Listing for Schools, Churches, Organizations, Local Government (Library, Police Dept, Fire Dept, etc.). Password will be e-mailed to the town. Their web master can enter the information or they can do it directly. The password wrong address.



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Community information can be add via this manual module.



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In this module the employer can enter a Job Profite to the data base or can view a list of matching Career Profile that have

agreed to be interviewed for a Job Profile the employer entered earlier.

Manager Sack University Posting Page 14 end Job Account. The employee has filled out a Career Profile in return the Employee is given a fist of employer name with Job Profiles that match their Career Profile. The employee selects from the list of companies that we can revear the employee ID to. When the emproyer has paid for the Career Profiles they select, the employee name and contact method is revealed so the Matches to employer pfile 05 write to mployer e-mail Decoded profile data st selected 388 3819 CC Payment Ž 3806 (Yes 38/3 Info OK Completed Yes Form verify display Cost Accept 3816 1,4805 BB an btn Send employer can contact the employee directly display Error select Matches of Reset choice Profile info enter Job 780g Matching Career display Coded Profiles Job Profile btns Results & Enter Conmunities Communities display Select ofisplay allowed select Profile Select lob Profile Emaloyer start

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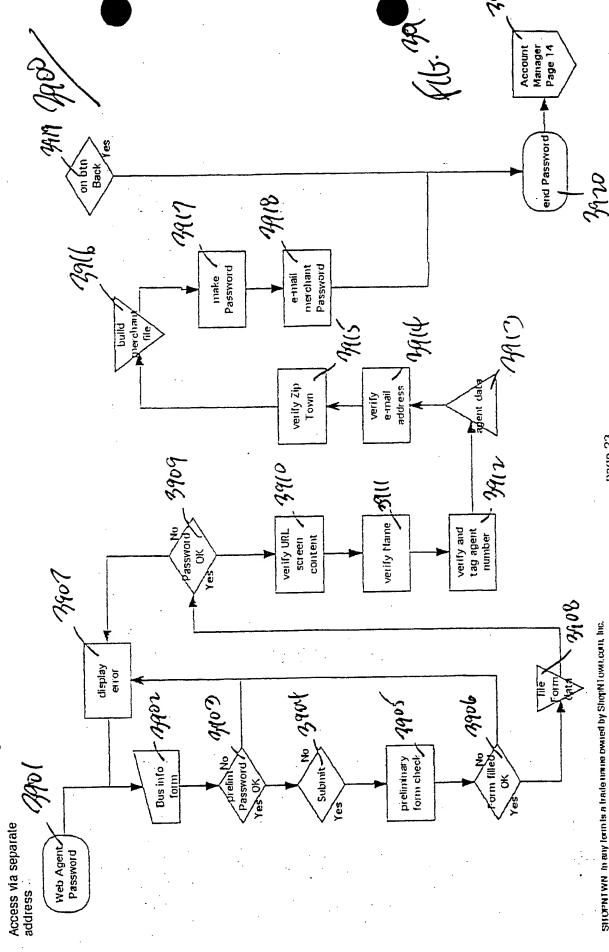
page 25

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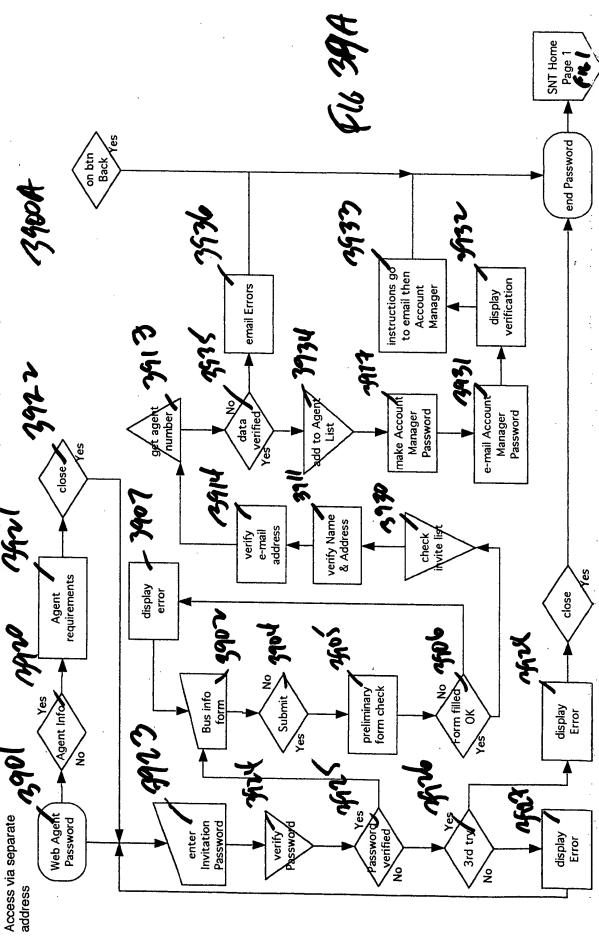
The second e-mail is for the website developers to get their password and agent number. When this e-mail is click on it will open a password page that can't be reached through SNT. This will be hidden from the public and only invited persons will gain access. Website Agents will be sent 2 e-mails, one with information about ShopNTown and when it is clicked on will bring them to ShopNTown's Home Page.



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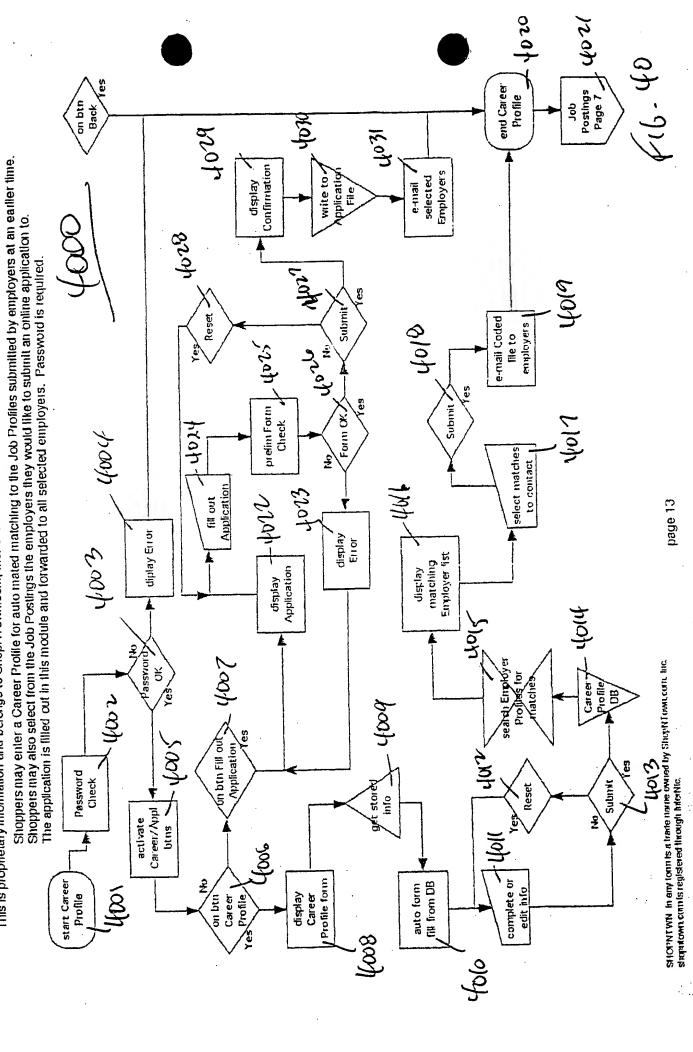
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The second e-mail is for the website developers to get their password and agent number. When this e-mail is click on it will open a password page that can't be reached through SNT. This will be hidden from the public and only invited persons will gain access. Website Agents will be sent 2 e-mails, one with information about ShopNTown and when it is clicked on will bring them to ShopNTown's Home Page.



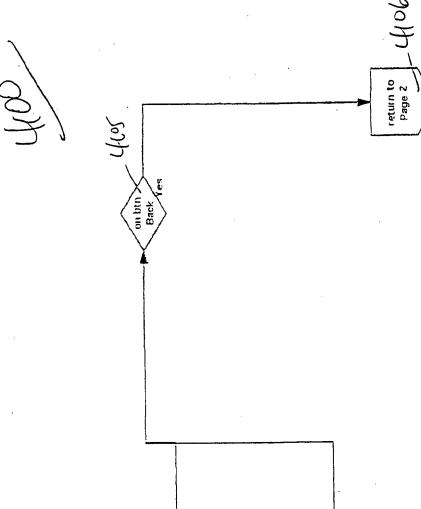
page 23

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Town specific operations





select Items To List w/finks

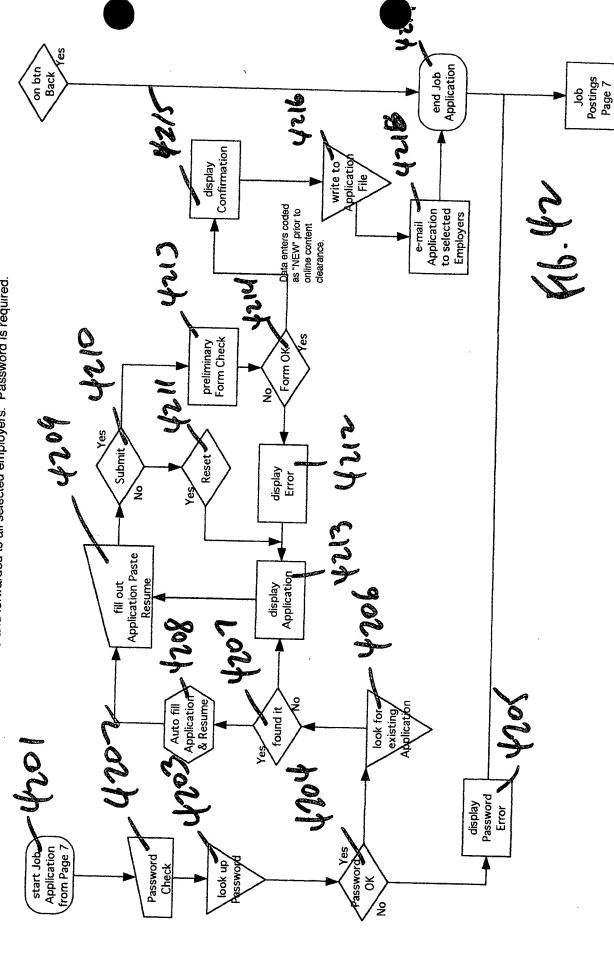
display list and links

About Dur

About Our Town

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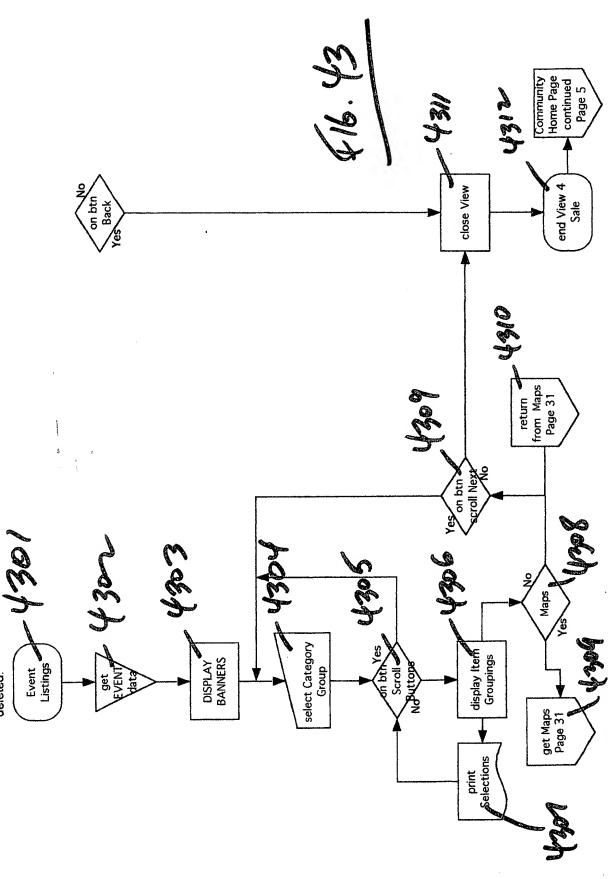
Shoppers may enter fill out an application and attach a Resume by pasting it in. Shoppers may also select from the Job Postings the employers they would like to submit an online application to. The application is filled out in this module and forwarded to all selected employers. Password is required.



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Events are listed in groupings by category. Events will be anchored by category and moved by scroll bar. Events may be viewed by anyone free. The posting runs for a set number of days determined by SNT and is automatically deleted.

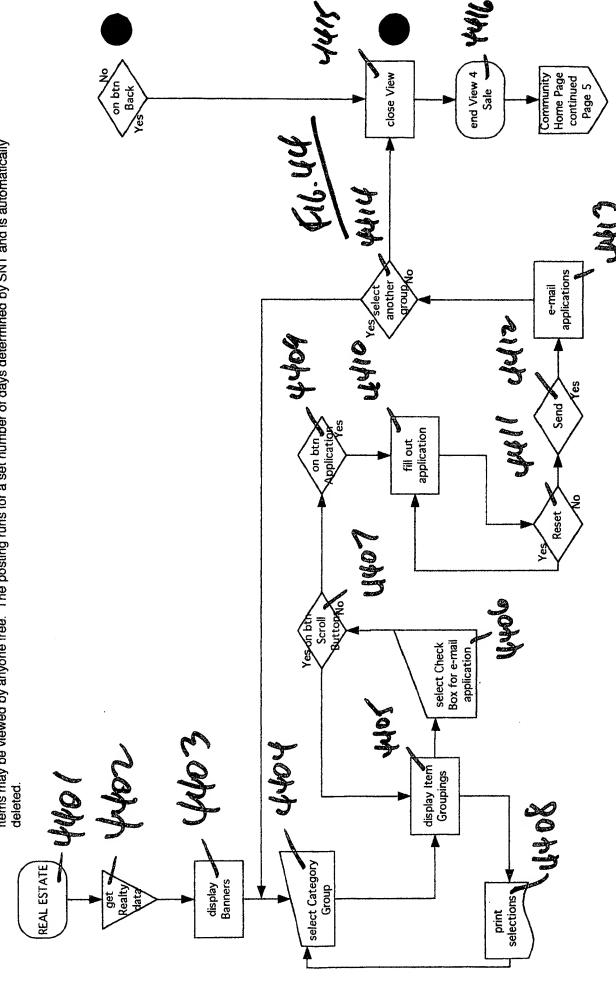


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Items listed in Real Estate are listed in grouping by category. Items will be anchored by category and moved by scroll bar. Items may be viewed by anyone free. The posting runs for a set number of days determined by SNT and is automatically

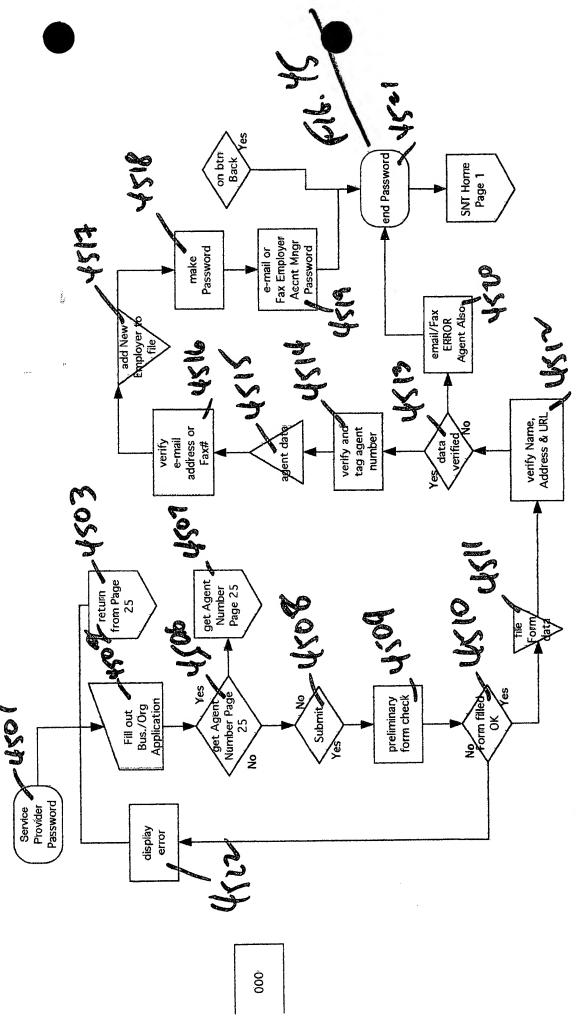


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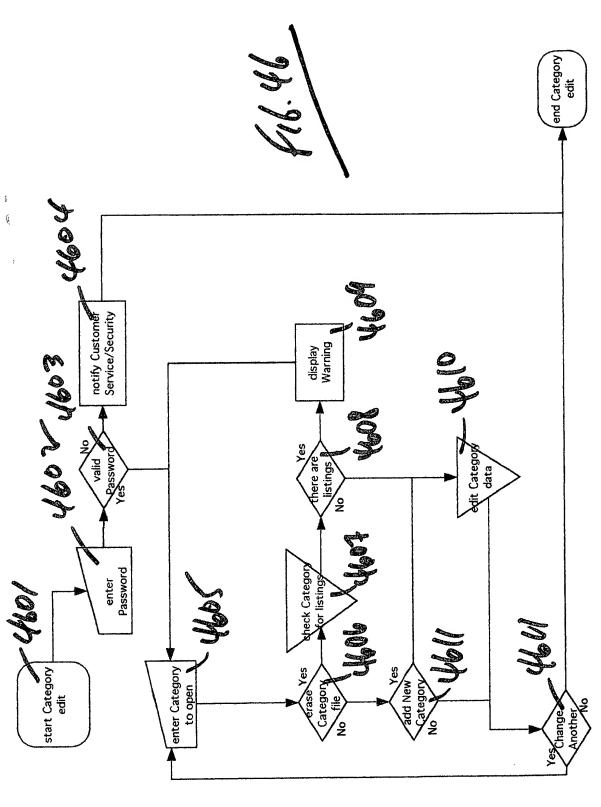
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Service Providers may be or may not listed in ShopNTown directories. They can promote theirs' and others' businesses with Coupons, Banners and Extended Services or Community Directories. If they have a web page and enter the URL on the form they will have a complete Account Manager Job Listings. They must have e-mail or Fax Machine and be able to apply online for their password. Without a web site URL they can't access like any merchant.

Service providers includes: Ad Agencies, Employment Agencies, Coupon Resellers, PR Firms, Event Bookers and other business promoters.

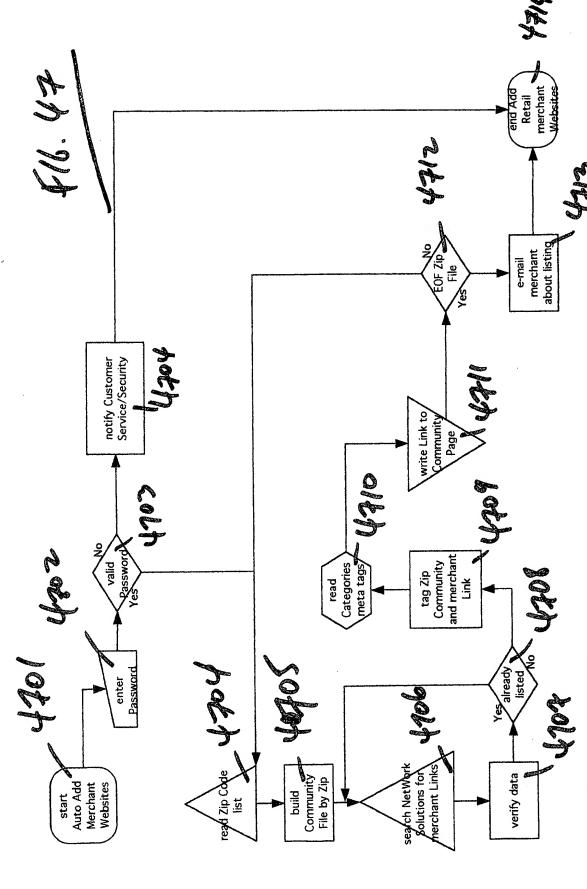


Community information can be added via this module. Most common use is to auto load school, library, municipal lists.

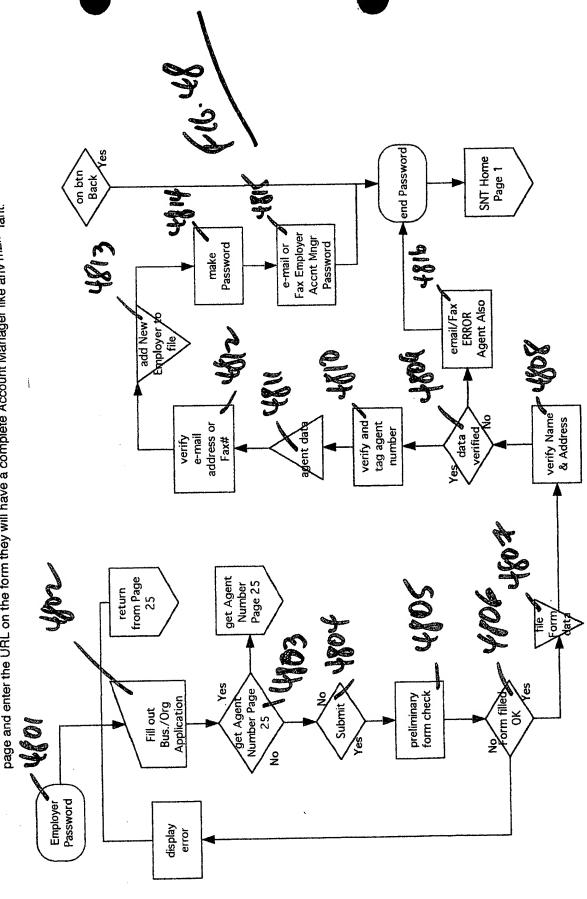


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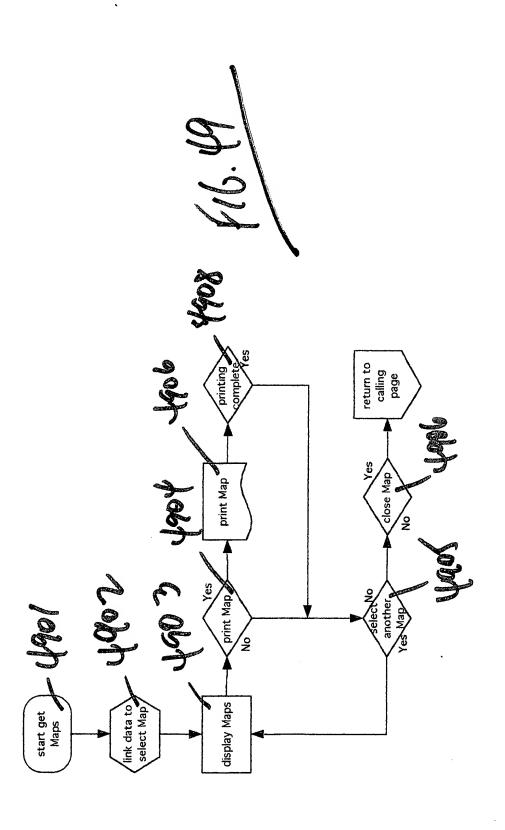
If needed merchant URL's will be searched, verified, and automatically listed. Depending on response we may do this periodically or we may not need it at all.



or use Job Listings to find employees. They must have e-mail or Fax Machine and be able to apply online Outside Employers not listed in ShopNTown directories to promote their business may still offer Coupons for their password. The password will allow them into an Employer Job Listing Page. If they have a web page and enter the URL on the form they will have a complete Account Manager like any merchant.

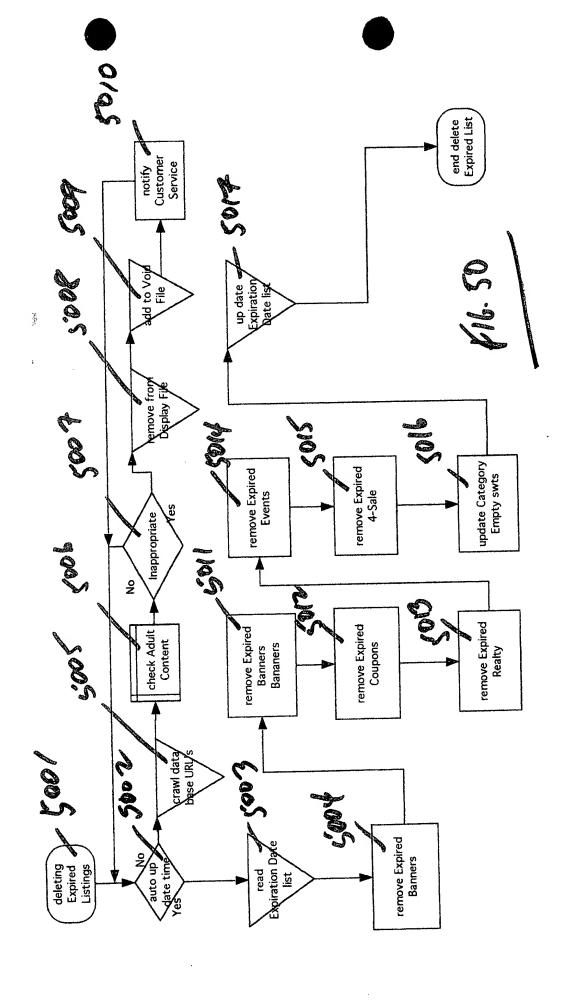


Maps supplied by third party.



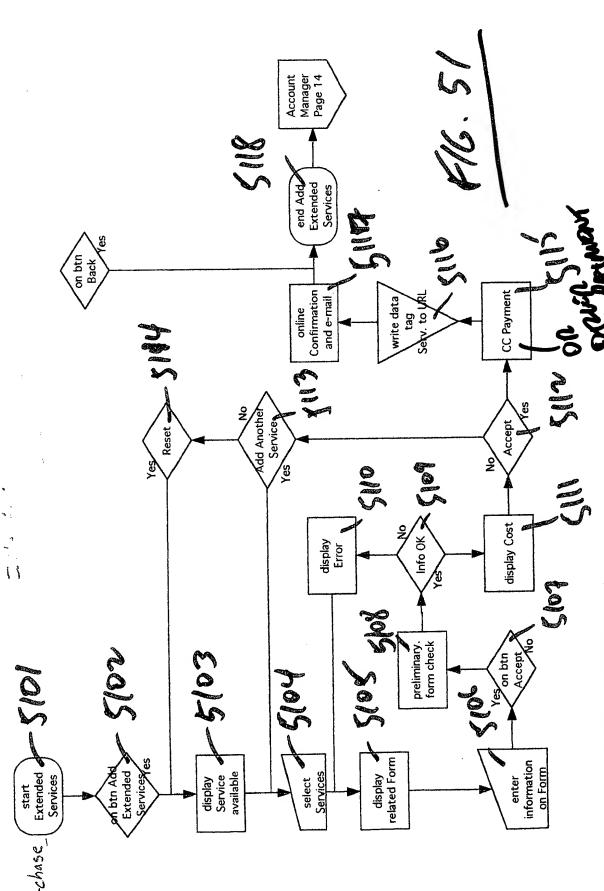
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Automatic timed expirations are done daily. If effected categories are made empty by removal of expired information the related category buttons are set to dim and made inactive so empty final categories can't be selected.

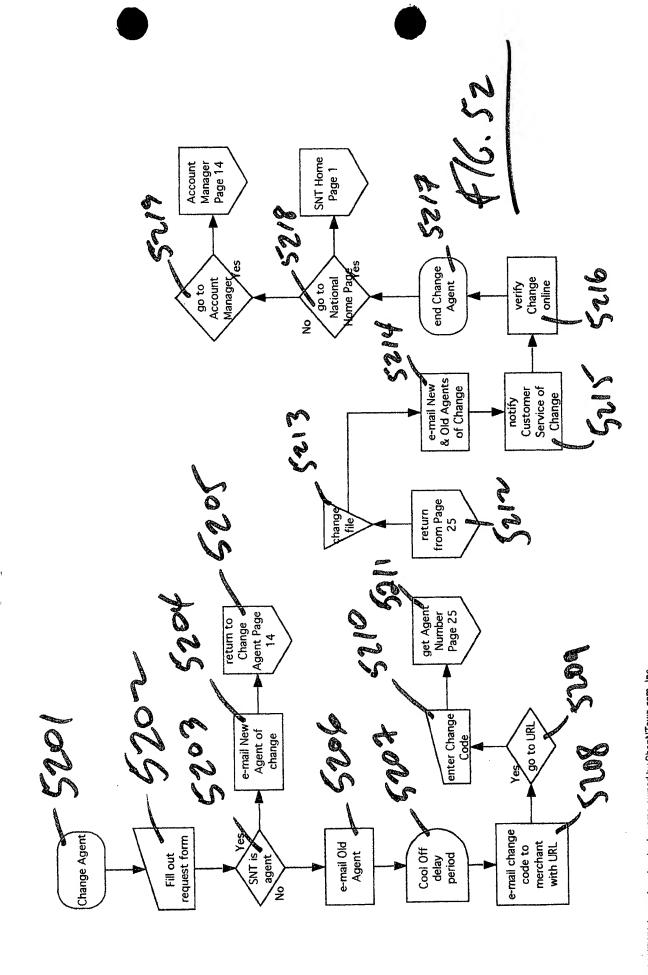


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Extended Services allow a static website to be interactive with a choice of added services like; Scheduling, Credit Card Transactions, Menu, Fax Orders, Ticket Sales, and News Letter to name a few.

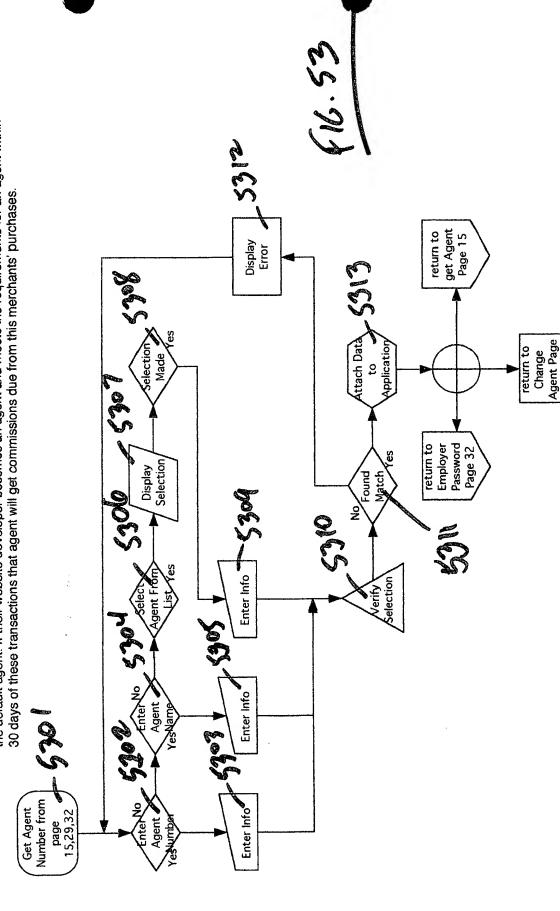


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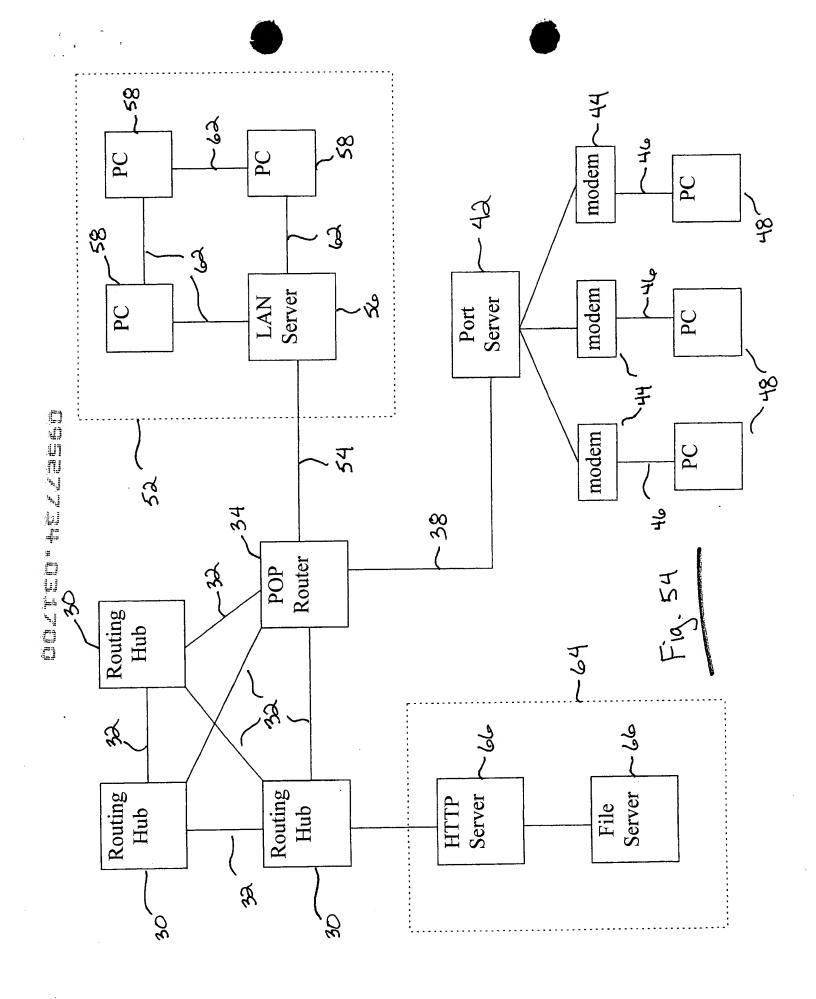


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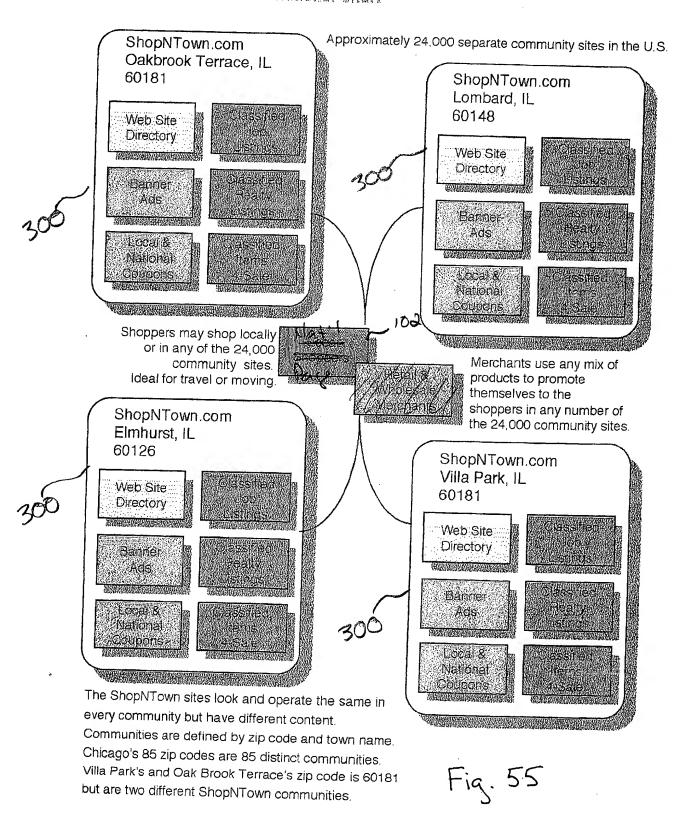
Merchants and Organizations select agents from the website developers available or ShopNTown.com becomes the default agent. If their website developer becomes an agent and meets the requirements for an agent within 30 days of these transactions that agent will get commissions due from this merchants' purchases.



29

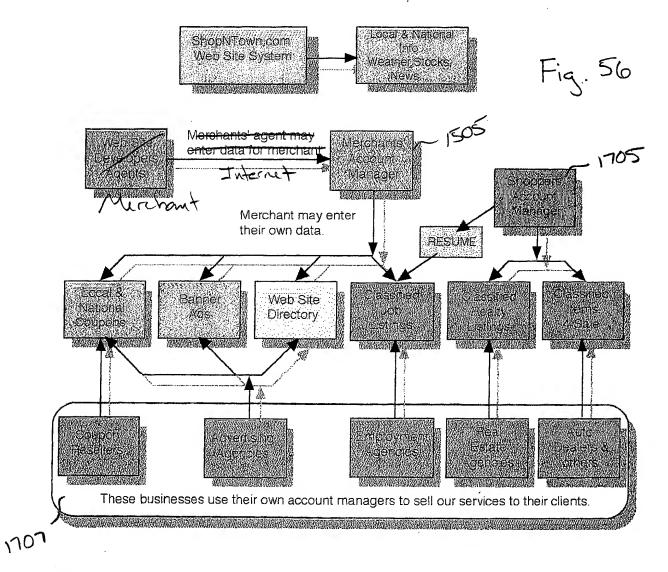


Relational Chart



Data Entry Chart Data Entry Chart

The "Automated Entry System" handles all data input. The "arrows" show direction of data flow for that product.



Reference Point - Page 21, Operations, Corporate Command Center, Par. 3